
The global logistics business is expected to reach US $15 trillion by 2023.
(Source: Transparency Market Research)
The Indian logistics business is expected to grow to US $215 billion by 2020.
(Source: Economic Survey 2018)
Value added services and digitisation are expected to transform this sector.
(Source: The Economist)
TMILL's purpose is to be future ready for a smarter tomorrow.
The Company's goal is to be a Rs 2000 crore entity by 2023.

By Altering The Way We Work

Organisations need to embrace changing business trends and rapid technological interventions to remain relevant in the marketplace. TMILL did just that in FY'19 by taking up a "Business Re-engineering Process" **Project (Manthan),** to re-design its operating model for greater efficiency in internal and customer facing operations. **Project Manthan** is intended to re-design processes and workflows then map them to supporting IT infrastructure to facilitate a more efficient operating model. The project theme focusses on building a future ready organisation - "smarter tomorrow" - smarter for customers and smarter for employees, too. The redesigned operating model will help create a seamless experience for customers (akin to any modern logistics fulfillment company) with a focus on internal processes that minimise overheads and free time for productive work. This would benefit TMILL in creating a highly scalable business model and build 'one company-one platform'.

Our Objectives

The objective of this project is to enhance customer experience, improve efficiencies and reduce cycles times, create an automation and analytics driven organisation, which is ready to take on growth opportunities.

By Strengthening How We Work!

Supply chains in a networked economy are a business space where activity is happening simultaneously, with great speed, individualised focus and end-to-end visibility, across continents and oceans. Hence, cutting-edge technology and IT solutions assume business critical priority.

In keeping with this reality, we implemented **Project Neev**, to lay the foundation of a strong IT system. This project promises to scale up our capability and the way we work.

Our Approach

- We are moving our IT platform from SAP to SAP S/4 HANA on Microsoft Azure
- We are creating the capability for real-time analytics
- We are ensuring future scalability 'through pay as you go' infrastructure

In doing so, we will be moving from person-based operations to system-based operations - currently about 15% of our processes are automated or system-enabled; which will increase to 70% in the next eight to 12 months. Hence, with the same ability (people force), we will strengthen our capability (value added services).

Our Objective

A strong IT system based on SAP S/4HANA and Cloud architecture will increase our mobility and flexibility, real-time insights and offer simplification of processes, with data security and standardisation. It will engender innovations and a quicker response to market demands while enhancing the scalability of the organisation for future growth.

By Transforming Our Organisation

To be future ready in a smarter tomorrow we are aligning our organisation to match the altered paradigm, reengineered business processes and new age technologies. We intend to strengthen our people capabilities to ensure flawless execution by creating an organisation structure tailored to the complex of roles/ jobs required to meet the demands of our customer. The organisational realignment will enable us to balance off differentiated services through integrated verticals and to serve customers better via the assimilation of processes, structures and people.

Our Objectives

We intend to re-skill, re-train and re-deploy our human resources so as to enrich their roles, reduce transactional processes and augment analytical work. The goal is to make best use of their intellectual capital while driving scalability with the existing workforce. Integration at a transaction level will enable seamless data and information flow across geographies for our people to serve our customers better, while continuously altering our revenue and portfolio mix to meet our growth plans.

An overview

TM International Logistics Ltd. is one of India's leading logistics company. It has been profitable since its inception.

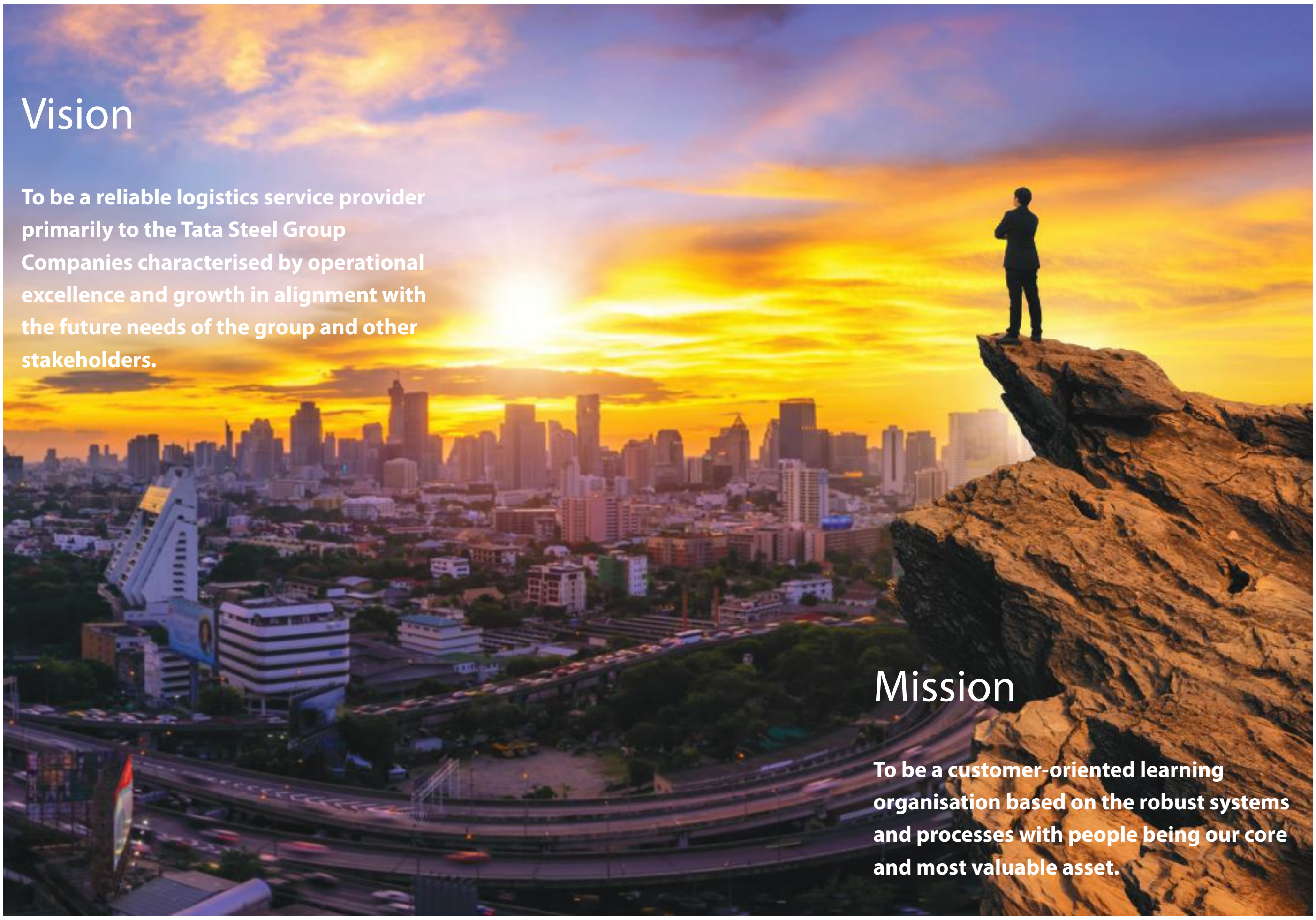
Incorporated in 2002, TM International Logistics Limited (TMILL) is an international logistics provider created through a joint venture between Tata Steel Limited, NYK Holding (Europe) BV and IQ Martrade.

Headquartered in Kolkata (India), the Company currently has operations across various cities in India and in UAE, Germany and China.

TMILL offers a diverse portfolio of logistics services including port operations, shipping, freight forwarding, custom house agency, inland logistics, warehousing, ship agency, rail logistics & supply chain management.

The Company has a consolidated presence across all supply chain verticals and provides one-stop solutions to the customers for managing their supply chain needs.

865	230
Turnover, 2018-19 (Rs crore)	Team size, March 31, 2019



Vision

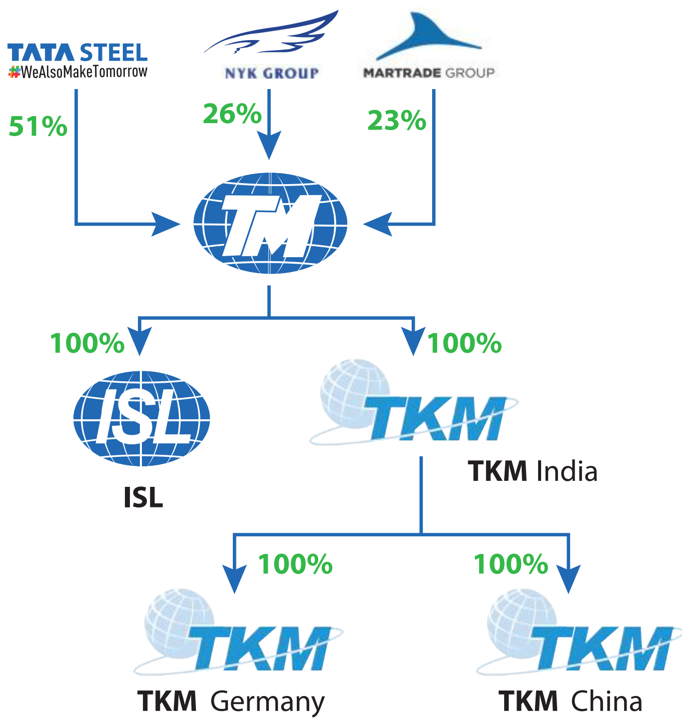
To be a reliable logistics service provider primarily to the Tata Steel Group Companies characterised by operational excellence and growth in alignment with the future needs of the group and other stakeholders.

Mission

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

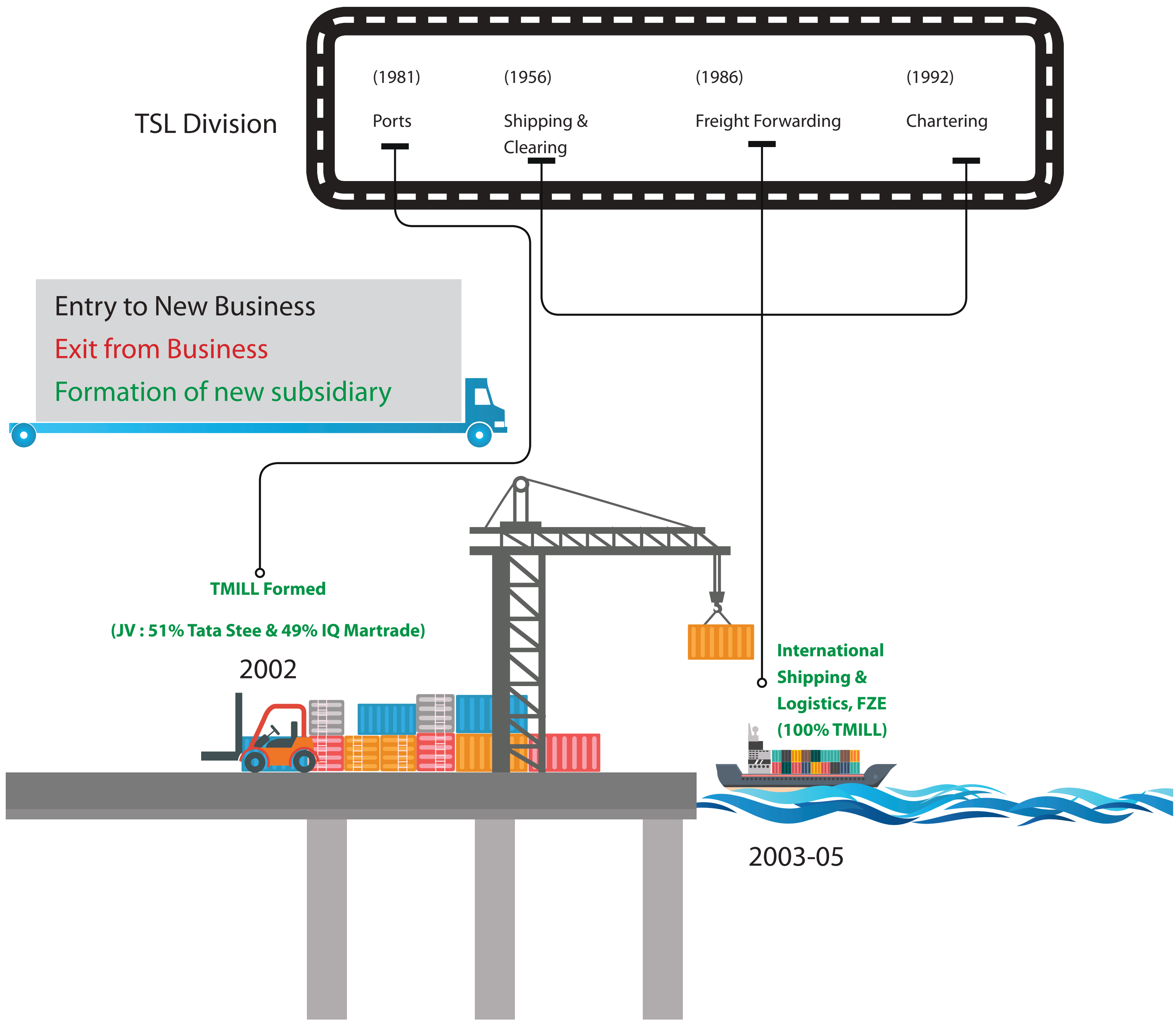
Values

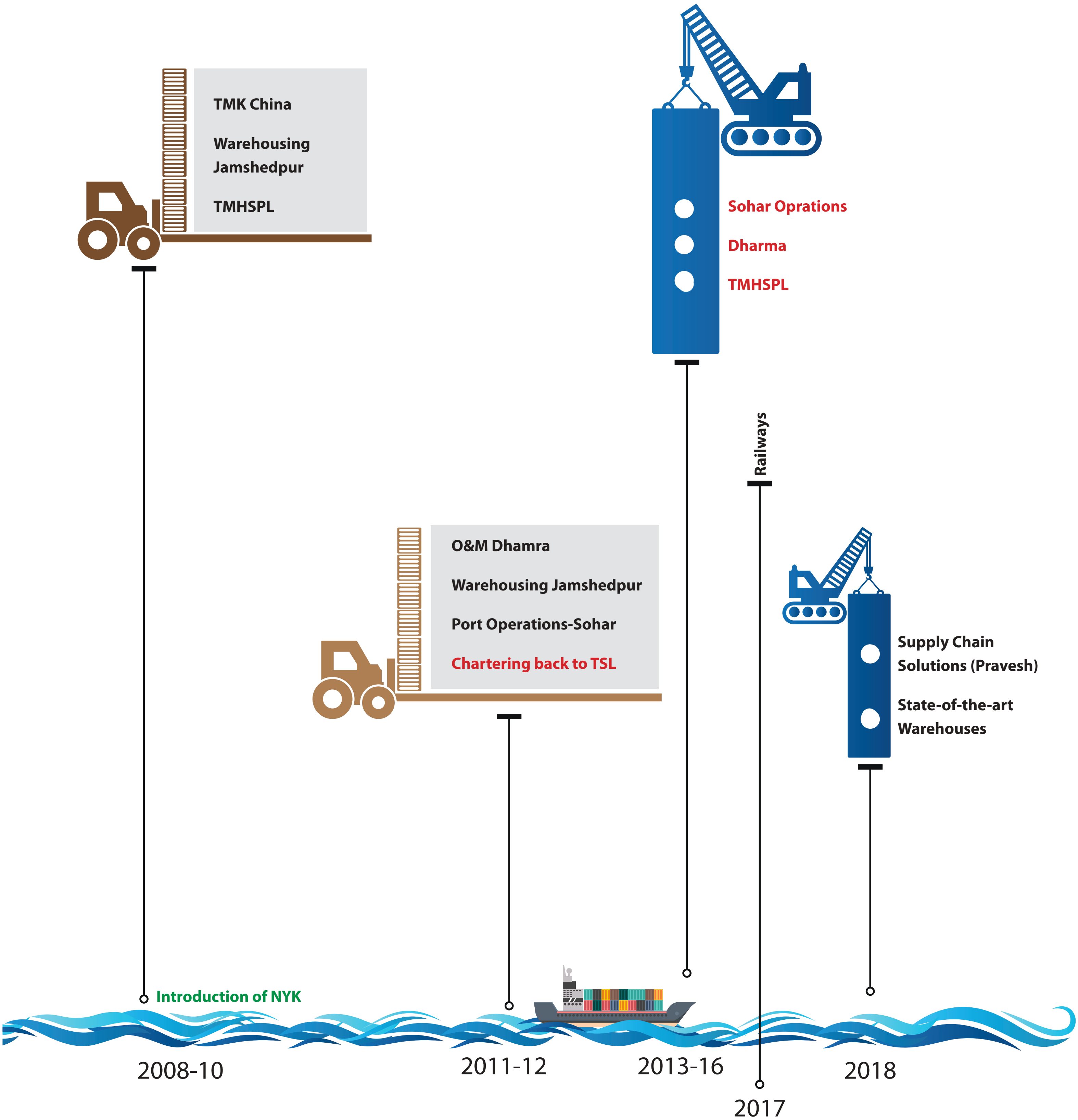
Shareholding structure



Our journey this far…

TMILL's – Journey since inception





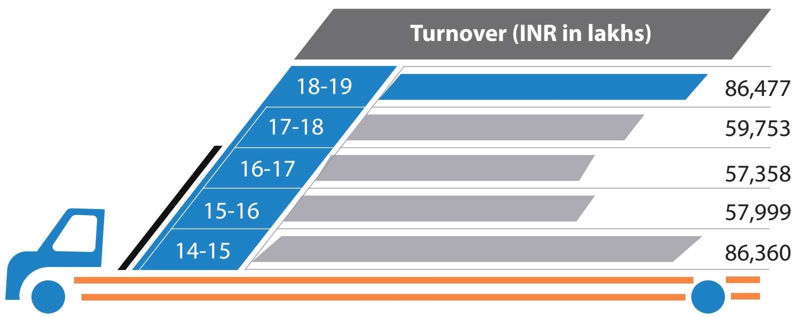
TMHSPL: TM Harbour Services Pvt. Ltd.

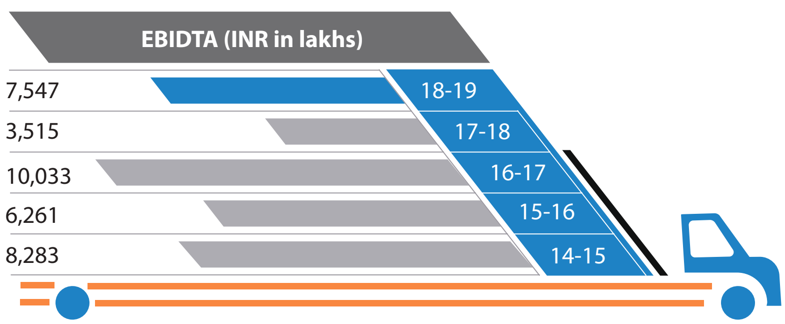
O&M: Operations & Maintenance

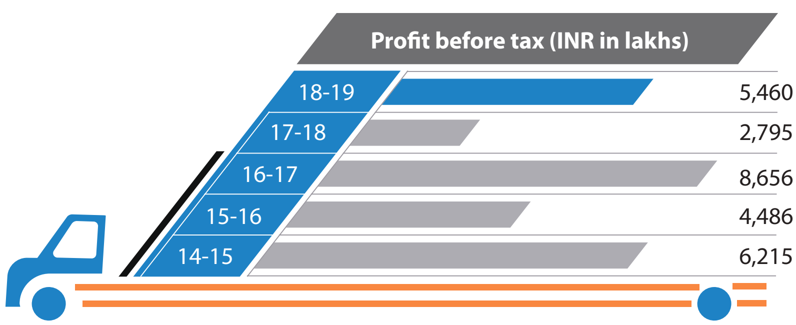
JV: Joint Venture

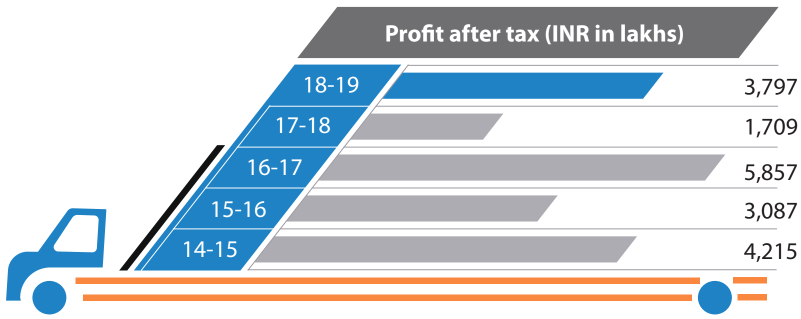
Our financial growth this far…

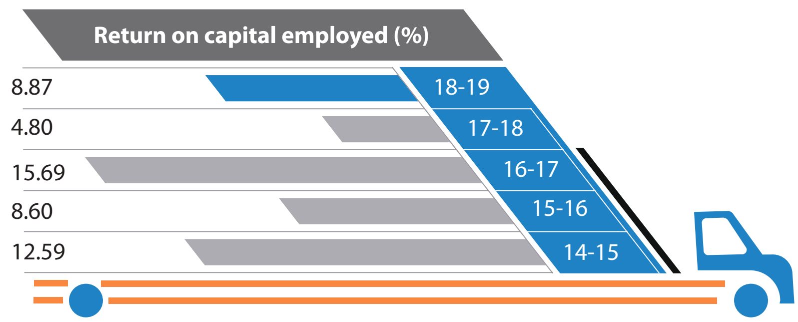
Consolidated for TMILL Group

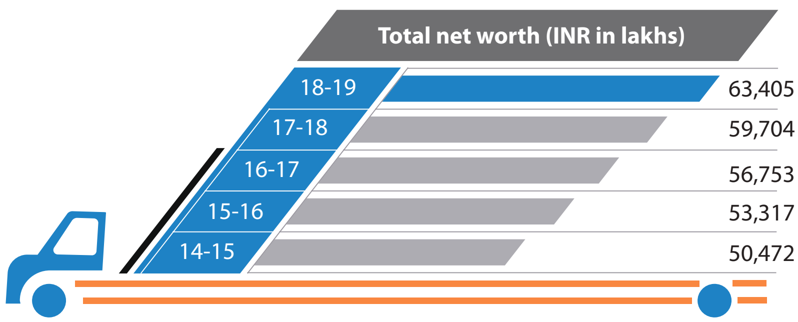


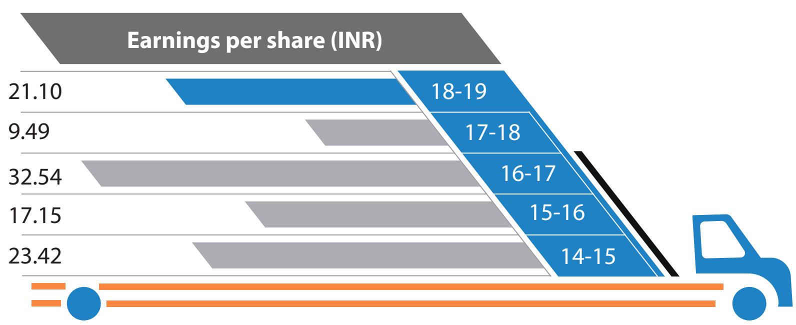





Profit after tax (INR in lakhs)
18-19
3,797
17-18
1,709
16-17
5,857
15-16
3,087
14-15
4,215


Return on capital employed (%)
8.87
18-19
4.80
17-18
15.69
16-17
8.60
15-16
12.59
14-15


Total net worth (INR in lakhs)
18-19
63,405
17-18
59,704
16-17
56,753
15-16
53,317
14-15
50,472


Earnings per share (INR)
21.10
18-19
9.49
17-18
32.54
16-17
17.15
15-16
23.42
14-15

Board of Directors

Mr. Sandipan Chakravortty
Chairman - TMILL

Mr. Guenther Hahn
Director – TMILL & ISL

Ms. Stephanie Sabrina Hahn
Director – TMILL

Mr. Shinichi Yanagisawa
Director – TMILL

Captain Vivek Singh Anand
Director – TMILL

Mr. Dipak Banerjee
Director – TMILL & TKM India

ABBREVIATIONS

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

Mr. Virendra Sinha
Director –TMILL

Mr. Peeyush Gupta
Director – TMILL

Mr. Sandeep Bhattacharya
Director – TMILL & ISL

Mr. Dinesh Shastri
Director – TMILL

Mr. Ashish Kumar Gupta
Managing Director – TMILL
Chairman – ISL & TKM India
Director TKM China

Mr. Anand Chand
Director –TKM India & TKM China

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

Captain Soumya Ranjan Patnaik
Director & CEO - ISL

Chairman's Statement

I am happy to share that, TM International Logistics' performance was exceptionally good for FY'19, driven by growth in SFTO, Berth 12, Shipping and Agency business performances.

Dear friends,

I take pleasure in presenting the 17th Annual Accounts of the Company for the fiscal year ended 31st March 2019.

The logistics industry in India is evolving rapidly as a result of the interplay between infrastructure, technology and new offerings. Efficiency in logistics directly boosts the bottom line and excellence of the companies. The Goods and Service Tax (GST) has paved the path for a more consolidated approach towards forming a Pan India logistics gateway. A seamless tax-credit system that does away with the duality and cascading effect of multiple taxes resulted in significant cost reduction in logistics.

I am happy to share that, TM International Logistics' performance was exceptionally good for FY'19, driven by growth in SFTO, Berth 12, Shipping and Agency business performances. The Kolkata Port Operations vertical also saw the highest ever volume of Vessels courtesy the paucity of rake availability Eastern Railways.

The company increased its new business of supply chain management of Pravesh Doors this year and has successfully executed the distribution of products Ex- Hyderabad, Baddi and Pune.

Berth 12 Terminal at Haldia recorded its best ever performance in the year by handling a volume of ~2.0 million tons of cargo and booking highest ever turnover. Port Operations division handled a continuous movement of raw material to Jamshedpur through Kolkata as Tata Steel has started a shuttle run of a coastal vessel from Dhamra.

It gives me immense pride to declare that TMILL bagged the title of National winners for the Safety Performance of Berth 12 this year by Ministry of Labor and Employment. This is not only a celebratory moment but also calls for additional responsibility from the companies' end to commit to Safety as a principal cause.

The Rail logistics business achieved a new milestone by handling 0.5 million ton of cargo since inception in April, 2017 and the division also attained a new landmark of handling 50,000 MT of steel coils in a single month (Feb. 2019). The first ever BFNSM wagon rake (which is a new design with a carrying capacity 4000 MT) was introduced by TMILL from Tata Steel Kalinganagar plant to Paradip port, as a first load. TMILL is further targeting to commence GPW-IS operations in FY'20 – the LOI has already been received during this financial.

ISL tramp business handled the highest ever cargo volume and achieved the highest turnover in the last 4 years. MV ISL Star, although a new line of business, contributed considerably to the profit in the shipping business.

The company has executed various CSR projects pertaining to multiple areas of social welfare, namely: sanitation, skilling, education, infrastructure and community development. I appreciate the time and effort invested by the employees, who pro-actively participated in each of these initiatives and made the projects successful. I however look forward to more personal involvements from all of you.

I would like to take this opportunity to express my sincere gratitude to all our promoters, customers, suppliers and other stakeholders for their support and confidence in the company and the management. I would also like to thank the union, all employees of the company in India and overseas, the spirited Managing Director and my colleagues in the Board of Directors for their significant contribution to the company.

Sandipan Chakravortty

Managing Director's Communique

Our focus, going forward, is to make the organisation scalable and agile. With the completion of our organisational transformation projects, I am confident that a completely new TMILL will emerge – one that is global in thought, in action, in scale and in delivery.

Dear friends,

It gives me great pleasure to share with you the progress our Company has made in laying the foundation of an organsation 'future ready for a smarter tomorrow'. In FY'19 our Revenue was INR 865 crores. The target we have set for FY23 is to grow our Revenue to INR 2000 crores.

During the year, we recognised the relevance of a future ready organisation to sustain our growth plans. Why is it relevant? It is because the India growth story coupled with changes in technology offers a rapidly growing plethora of opportunities but we have finite resource. We need to, therefore, recalibrate to meet the volume growth and significantly improve efficiencies, while altering our service mix to include value added services that deliver substantial value to our stakeholders and maximise our revenue.

Large opportunity … heralds change!

Our biggest opportunity lies in our parent and key client Tata Steel. Their business generates about 50% of our Company's topline. However we receive only 6% of Tata Steel's total spend on logistics.

TMILL will not be able to service an increase in volumes with our 'As Is' business processes and systems. We need to get smarter. We need to develop smarter solutions. We need to be future ready. We need to build our tomorrow, today!

Being future ready…today!

In 2019-20 we launched three projects, which once fully implemented, will let us leap from our 'As Is' state to a 'To Be' state, making us future ready for a smarter tomorrow. The three pillars of our organisational transformation launched in 2018-19 are: People, Processes and Technology.

Project Manthan promises to change the way we work. This Business Process Reengineering project will align our systems and processes, leading to service integration, visibility and value added offerings for an enhanced customer experience. We will also be able to service customer requirements and sustain business relations with much greater ease and efficiency.

Project Neev, an initiative that will completely alter the way we work, will automate or create system-based processes for transactional tasks, while freeing our people to leverage their intellectual capital and invest their energy in business development and value-added services. We intend to design comprehensive solutions for our clients that are better than competition.

Project Rupantaran is our organisational restructuring exercise. Traditionally, organisational structures determine processes. In today's complex and exceedingly competitive business space, processes draw the blueprint for the organisational structure. Through this project, that is exactly what we have set out to do. Realign our organisation based on processes for a 'To Be' state.

Our blueprint… for tomorrow!

India continues to be a great growth story. The Economic Survey 2018 has predicted 'a big growth tide for the logistics sector' – therefore, opportunities will abound.

With our domain expertise and experience in every segment of the logistics sector, we plan to achieve a leadership position in our chosen segments. For example, we are already the largest railway service provider in the private sector in India, second only to the Indian Railways, for bulk commodities.

Thank you… to stakeholders

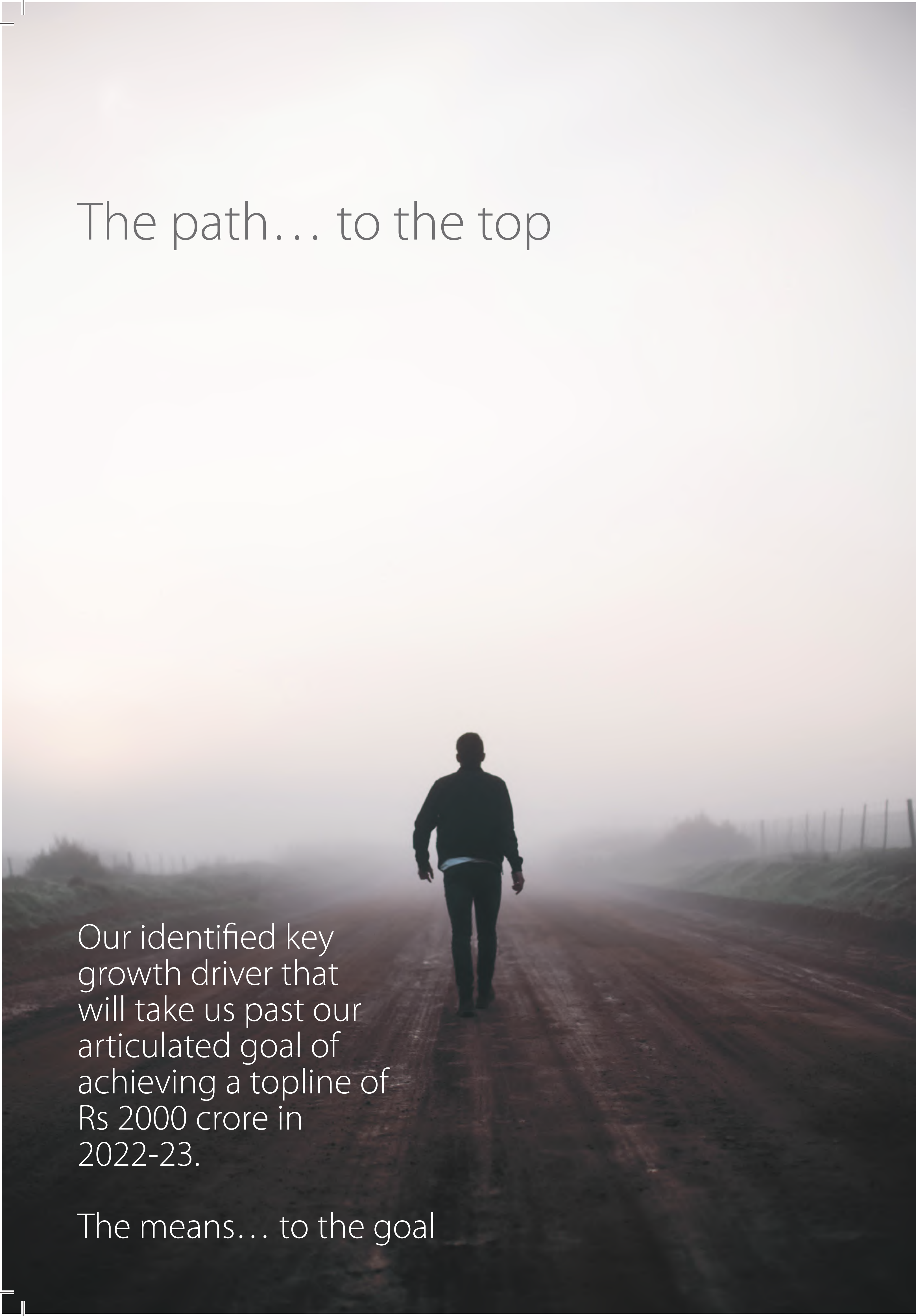
Fiscal 2018-19 was a watershed year in reshaping our business for the next big era of growth. Our initiatives have given us the enthusiasm and confidence to move forward into 2019-20 with greater zeal and determination. I would like to express my sincere gratitude to our Board of Directors for their commitment and wisdom to guiding TMILL on its long-term path. My thanks to our partners and customers, who continue to support our growth. Lastly, I thank our management team and staff for their valuable and relentless dedication in contributing to TMILL's growth.

Warm regards

Ashish Kumar Gupta
Managing Director

Profiting not profiteering

Currently, our topline is lower than the cost saving we provide to Tata Steel. And as we grow the delta further, our power to sustain profitable business growth will increase significantly.



The path… to the top

Our identified key growth driver that will take us past our articulated goal of achieving a topline of Rs 2000 crore in 2022-23.

The means… to the goal

Railways

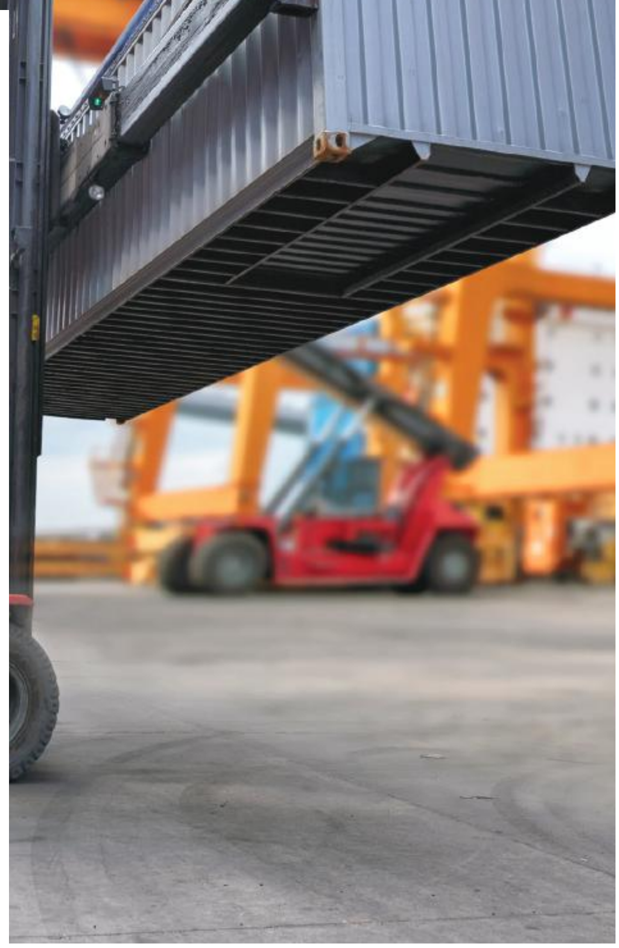
TMILL is the largest commercial freight train operator in the non-containerised category, second only to the Indian Railways. This business space is largely uncluttered because of the quantum of resource commitment required over a gestation period of 20-30 years. The Company is fortunate to enjoy ready and growing business opportunities from its key client, Tata Steel. To make best use of this competitive advantage, TMILL's strategic goal is to grow this vertical into its largest revenue generator over the coming years. TMILL will be leveraging Long Term Tariff Contract (LTTC) benefits through Special Freight Train Operator (SFTO) & General Purpose Wagon Investment Scheme (GPWIS) operations. The benefits will lead to long-term stability and certainty in freight tariffs.

- **In August 2018, TMILL inducted India's first BFNSM 22.9 tonne steel coil carrying rake, which offers a 48% increase in payload because of its innovative design.**
- **SFTO rakes commenced operations to a range of new destinations viz. Gannavaram, Hyderabadin South India, Paradip, Dharmra and Haldia in the East; and Faridabad and Ludhiana in North India.**

Business in 2018-19 – Consolidated highlights

TMILL
Overview

TMILL recorded a Standalone Revenue of INR 397 crores in FY’19 while the Consolidated Revenue of the TMILL Group, including four subsidiaries, was INR 865 crores. International Shipping Logistics (ISL) reported a significant growth in revenue on the back of an increase in coal volumes at 29%, especially due to South East Asian cargoes.



Safety

- TMILL received the National Safety Award in 2018 for its distinctive performance in industrial safety for the year 2016 from Ministry of Labour and Employment.

Railway Business

- Handled 50,000 MT of steel coils in a single month (February 2019) and 0.5 million tonnes since inception.

- TMILL inducted BFNSM rakes to enhance the speed and quality of its operations. Each rake comprises 58 wagons and has the ability to carry ~ 4000 MT in one load. The first rake was flagged-off from Tata Steel Kalinganagar.

Port Operations

- Over 2 million MT of cargo was handled at Berth 12 during the financial year (previous best: 1.6 Million Lakh Tonnes). This was achieved with berth occupancy of 51%, a significant improvement in productivity and efficiency.

- Highest average load rate (steel) at Berth12 was achieved at 18,862 MT/day.

- KDS emerged as the alternative gateway port for TSL, ensuring continuous supply of raw materials to Tata Steel Jamshedpur. Despite the infrastructure bottlenecks at KDS, a record 182 rakes were loaded with cargo volume of 0.62 million tonnes.

Maritime Logistics Services

- 74 vessel calls were handled in the month of March'19 and 625 vessel calls in FY'19, the highest ever numbers of calls.

- ISL, TMILL's shipping arm, handled its highest cargo volume in the last four years and made its highest contribution to revenue in the last six years.

Supply Chain Management

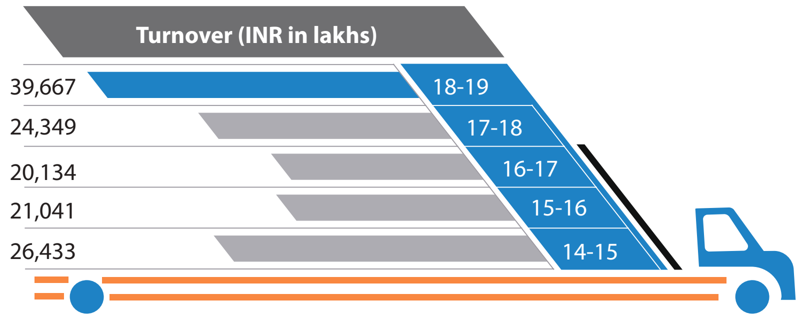
- TMILL obtained the order for distribution of Tata Steel's Pravesh products from Hyderabad and successfully executed the order Pan India.

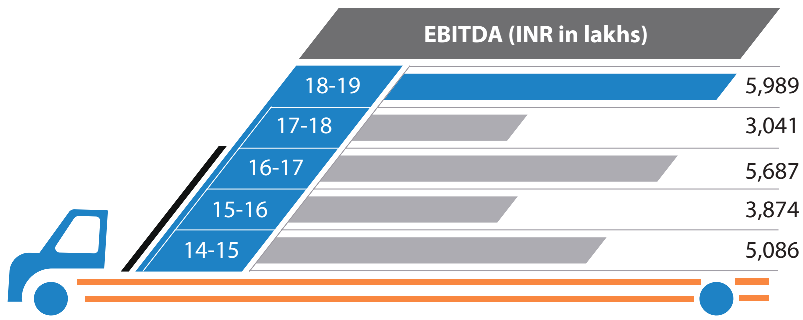
Digitalisation

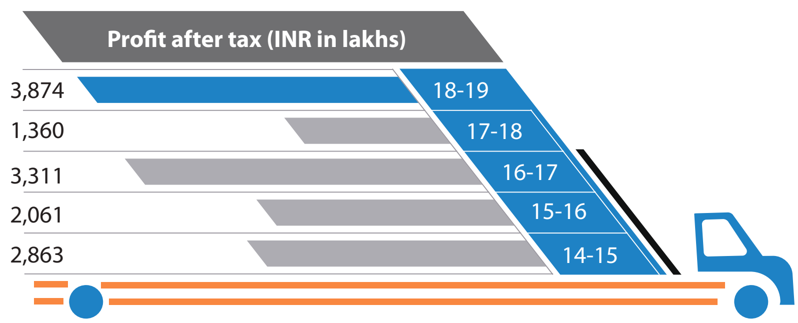
- The first phase of TMILL's Business Process Re-engineering Project was completed in FY'19.

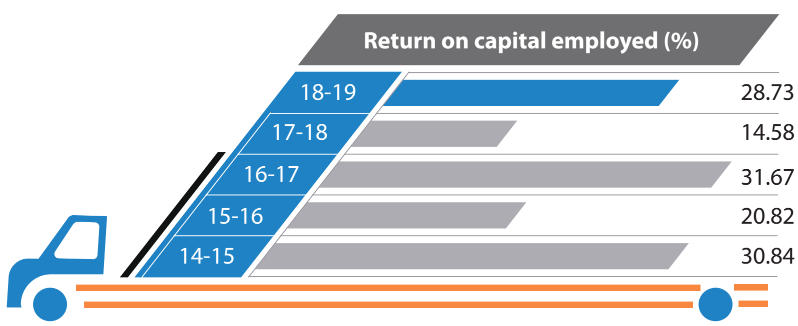
TMILL Standalone

Performance at a glance









People

Our core asset

TMILL's manpower strength spans ports, warehouses and office locations in India as well as offices across the globe in Dubai, Hamburg, Shanghai and Dusseldorf. It includes 230 employees and more than 800 contractual employees.

2	1.01
Lost Time Injury, 2018-19 (Nos.)	Lost Time Injury Frequency, 2018-19 (Rate)

Employee development and well-being

TMILL's values inculcate deep connect and engagement among its people, establishing a culture that is performance oriented, promotes reward viz-a-viz results and places emphasis on achieving targets. The Company focuses on development of employees at a professional and personal level along with their holistic wellbeing.

The goal is to build a future ready organisation through various cross functional projects, on the job learning, multiple external training interventions and digitisation. TMILL is intent on preparing it's people for the changing business dynamics while improving their work-life balance.

Health

Mandatory health check–up plans ensure employees are regularly apprised of their health status. TMILL's 360-degree comprehensive wellness corner – FiTMania, launched in FY'19 in line with the VMV framework of "people being our core asset", covers all officers and non-officers.

The Company's structured approach spans assessment to health outcomes through a range of online services, health & emotional counselling by certified practitioners, basic health check-ups and access to medical retainers.

Talent Management

Critical senior leadership positions have been earmarked and a second line of high performers in the system identified to prepare them to take on enriched job responsibilities through technical or leadership training necessary for the identified role. The Senior Leadership Team monitors and review performance through TMILL's appraisal system to initiate action aimed at fulfilling training needs.

TMILL seeks talent that demonstrates honesty, enthusiasm, creativity and respect for co-workers and customers. It believes in placing the right talent in the right place at the right time, priding itself on offering rewarding opportunities with the freedom to forge a career path by leveraging the tools needed for continued professional growth within the Company.


Logistics Limited
CANTEEN

Corporate Social Responsibility

Employees day out at CRY school

Employees spent an entire day at the school for underprivileged children managed by Child Right & You (CRY). They served a nutritious meal to all 100 children, who were also delighted with the gifts of drawing and painting kits for them. TMILL held a drawing and colouring competition for them while the children showed their appreciation by presenting a cultural programme for the employees of the Company.

A new spring of hope

To mark the onset of spring or Vasantutsav employees of TMILL, accompanied by their families, spent the day at Khelaghar on March 03. They visited the entire campus and interacted with the children, most of who belong to tribal communities, served lunch sponsored by TMILL to the children and staff before attending a programme in the evening.

12,500

beneficiaries (Nos) a majority of who are children

Caring for Communities

As a Tata Group organisation, TMILL believes and actively works to uplift socially and economically challenged individuals through skill development and employability training. Its CSR team and unit offices collaborate with District Magistrates and BDOs where it operates to design and implement programmess to benefit communities in the vicinity of its operations, predominantly Kolkata, Haldia and Paradip.

Infrastructure and Employability

TMILL's focus in FY'19 was infrastructure development for healthcare and education, along with basic health, skilling and employability.

TMILL's CSR interventions in skilling, employability and sanitation are delivered through partnerships with reputed NGOs, who ensure sustained and continuous engagement to achieve the desired outcome.

Infrastructure is developed through local contractors, with costs and timelines monitored by the local unit of TMILL responsible for CSR work in its area. This is based on budgets and timelines predefined for the project.

The Senior Leadership participates and drives CSR efforts of the organisation.

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Awards & Recognitions

Safety honour for high standards

TMILL received the National Safety Award for its "Excellence Performance in Industrial Safety" for the year 2016 from Government of India. The award was based on the Lowest Average Frequency Rate achieved by TMILL.

NATIONAL AWARD
FOR SUPPLY CHAIN AND LOGISTICS EXCELLENCE

This is to certify that

T M INTERNATIONAL LOGISTICS LIMITED

THIRD PARTY LOGISTICS (3PL)

Supply Chain

At the CII National Award for Supply Chain and Logistics Excellence TMILL received the Commendation with Eminent Position in Third Party Logistics (3PL) and Exemplary Position under Terminal Operator – Seaport categories.

Company of the Year

TMILL was adjudged the "LOGISTICS COMPANY OF THE YEAR" at Eastern Star Awards 2019 by EXIM India.

Human Resources

Confederation of Indian Industry (CII) acknowledged TMILL for 'Strong Commitment to HR Excellence' for the second time in a row.

TM International Logistics Limited – Standalone Financial Statement

CORPORATE INFORMATION

(As on 16th April, 2019)

Board of Directors of TMILL Group of Companies

Chairman
Mr. Sandipan Chakravortty

Directors
Mr. Guenther Hahn
Ms. Stephanie Sabrina Hahn
Mr. Shinichi Yanagisawa
Captain Vivek Singh Anand
Mr. Dipak Banerjee
Mr. Virendra Sinha
Mr. Peeyush Gupta
Mr. Sandeep Bhattacharya
Mr. Dinesh Shastri

Managing Director
Mr. Ashish Kumar Gupta

Committee of Directors
Audit Committee
Mr. Dipak Banerjee (Chairman)
Mr. Virendra Sinha (Member)
Mr. Sandeep Bhattacharya (Member)

Nomination and Remuneration Committee
Mr. Dipak Banerjee (Chairman)
Mr. Guenther Hahn (Member)
Mr. Sandipan Chakravortty (Member)

Corporate Social Responsibility Committee
Mr. Sandipan Chakravortty (Chairman)
Mr. Dipak Banerjee (Member)
Mr. Peeyush Gupta (Member)
Mr. Ashish Kumar Gupta (Member)

Management Team
Mr. Ashish Kumar Gupta – Managing Director
Mr. Anand Chand – Chief Financial Officer
Mr. Anurag Garg- V.P (Sales, Mktg. & BD)
Mr. Sudip Sinha – G.M (Logistics Operations)
Ms. Malini Sengupta – Head HR, IR & Administration
Ms. Jyoti Purohit – Company Secretary & Ethics Counsellor

Auditors
Price Waterhouse & Co.
Chartered Accountant LLP
Kolkata

Bankers
State Bank of India
HDFC Bank Limited
ICICI Bank Limited
Axis Bank Limited
Kotak Mahindra Bank Limited
YES Bank Limited

Registered Office
Tata Centre
43, Jawaharlal Nehru Road
Kolkata – 700 071
Tel: 91-33-22887051 / 2224 8485

Corporate Identification Number (CIN)
U63090WB2002PLC094134

DIRECTORS' REPORT

CIN – U63090WB2002PLC094134

TO THE MEMBERS,

Your Directors present the Seventeenth Report on the business and operations of the Company together with the Audited Statement of Accounts for the year ended 31st March, 2019.

FINANCIAL HIGHLIGHTS

(₹ in lakhs)

Sl. No.	Particulars	2018-19	2017-18
(a)	Total Income	39,666.70	24,348.77
(b)	Less: Operating and Administrative Expenses	33,678.03	20,172.07
(c)	Profit before interest, depreciation and taxes	5,988.67	4,176.70
(d)	Less: Depreciation	585.97	519.29
(e)	Less: Interest	134.39	53.62
(f)	Less: Exceptional Items	-	1,135.66
(g)	**Profit before taxes (PBT)**	**5,268.31**	**2,468.13**
(h)	Less: Taxes (including deferred taxes)	1,394.72	1107.81
(i)	**Profit after taxes (PAT)**	**3,873.59**	**1,360.32**
(j)	Other Comprehensive Income	11.85	11.55
	Net Profit carried to Balance Sheet	**3,885.44**	**1,371.87**

DIVIDEND

The Board of Directors in their meeting held on 16th April, 2019 had recommended a dividend @ 70% i.e Rs. 7/- per equity share on the 1,80,00,000 equity shares of Rs. 10/- each amounting to Rs. 12,60,00,000/-(Rupees Twelve crores and Sixty lakhs only), for the year ended 31st March, 2019.

PUBLIC DEPOSITS

The Company has not accepted or renewed any deposit from the public during the year under report.

OPERATIONS

(i) Port Operations

The 7517 Kms long coastline of India is currently served with 12 Major Ports and about 187 Notified Minor and Intermediate Ports. Major Ports are under the jurisdiction of the Government of India and are governed by the Major Port Trust Act 1963, except Ennore Port, whereas Non Major Ports come under the jurisdiction of the respective State Governments' Maritime Boards. TMILL operates both at Major and Non Major ports predominantly on the east coast of India.

During the year, the total tonnage handled by the Company was 10.05 MMT viz –a viz 8.52 MMT handled in 2017-18.

The following are the key highlights of the Port division :

- First ever handling of 2 Million MT at Haldia Berth 12 achieved in March 2019.
- Record discharge in a day of 21,813 MT for limestone achieved in Haldia-B-12.
- Record loading in a day of 12,850 MT HR Coils (549 Coils) achieved in Haldia B-12.
- Record discharge in a month of 250,844 MT achieved in Haldia-B-12.
- A quantity of 0.63 Million MT of raw materials successfully handled through Kolkata Dock System and Netaji Dock System during FY 19.
- A quantity of 0.85 Million MT of raw materials was handled through Gangavaram Port during FY 19.

(ii) CHA & Inland Logistics

The Company suffered a major setback in end April 2018 as the Customs House Broker (CHB) License in the name of TMILL was revoked by Commissioner of Customs, Kolkata in view of ongoing DRI Enquiries pertaining to import of Design and Drawing by Tata Steel. As a contingency plan the management had obtained a fresh license in the name of TKM Global Logistics Limited - a 100% subsidiary of TMILL and got it registered with Custom/ Port Authorities. Hence all custom clearance activities were moved to TKM license without hindering business activities. The said license was subsequently extended for use in Odhisa, Vizag and Mumbai also.

During the year under review, the Company has started clearance of export consignments from Paradip and Dhamra on account of M/s. Tata Steel Bhushan Steel Limited - the newly acquired subsidiary of Tata Steel. Further Tata Steel has recently started export from Dhamra wherein TMILL executed the CHA job.

(iii) Maritime Logistics Services

During the year, Maritime Logistics Services division has handled the highest ever vessel calls of 625 ships across 17 Indian ports. Majority of the vessels were attended at Haldia, Paradip & Dhamra.

(iv) Special Freight Train Operations (SFTO)

In August 2018, TMILL inducted India's First Bogie Flat Steel Modified wagon (BFSM) 22.9 T steel coil carrying rake, which has a carrying capacity of 4002 MT as compared to 2709 MT capacity of the existing BFNS 22.9 T rake, a 48% increase in payload through a new innovative design. So far three such rakes has been inducted with total seven SFTO rakes operating by end of FY 18-19. In FY 18-19, the SFTO rakes commenced operations to new destinations viz., Gannnavaram in South India, Paradip, Dhamra & Haldia in East and Faridabad & Ludhiana in North.

SFTO business has achieved several milestones, like generating a revenue of Rs. 102 crores (in FY 18-19) and handling of 0.50 million tonnes of cargo since its inception in April 2017.

(v) Warehouse & Supply Chain

During the year under review, two major contracts of Tata Steel Limited, the Operation & Management of Incoming Materials Section and Warehousing / Fulfilment of Supply Management Department imports at Jamshedpur has been re-awarded to TMILL for a period of three years & one year respectively.

The division generated total revenue of Rs. 128 million against the ABP target of Rs. 282 million. The revenue from warehousing operations under TKM at Kalinganagar was Rs. 36 million against the ABP target of Rs. 32 million.

As a value added services to Tata Steel, the Company is in the process of commencing Bonded Warehouse Services at Jamshedpur & Kalinganagar and developing modern storage system for refractory and other process consumables.

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. ***(Refer Annexure 1)***

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

PROJECT INITIATIVES

Bulk Raw material movement under General Purpose Wagon Investment Scheme [GPWIS]: On April 2018, Indian Railways announced a policy to attract private investment in General Purpose wagons, titled "General Purpose Wagon Investment Scheme"[GPWIS]. The scheme allowed for induction of BOXN wagons, inter alia for movement of coal, limestone, iron ore, flux etc. TMILL participated in the RFQ floated by TSL and has been granted LOI for six rakes. These rakes will be inducted in FY 19-20 in a phased manner. Negotiations are under progress for induction of additional three rakes, taking the total to 9 (nine) in FY 19-20.

Supply Chain Solution for Pravesh Doors: Tata Steel has entered into the business of value added products like Pravesh Doors, which are ready to use steel doors with wooden or non-wooden finish for commercial and residential use. TMILL has been selected as partner for its outbound transportation from manufacturing plant in Hyderabad for pan India delivery. TMILL commenced operations of Pravesh door transportation in Q1 of FY 18 – 10 and has transported close to 28000 units in this fiscal. The deliveries are made on an All India basis and includes point to point transportation, milk run and courier despatches.

QUALITY INITIATIVES

TMILL Group took a planned break from Tata Business Excellence Model (TBEM) Assessment in the year 2018 to reflect upon the key areas of improvement and work consciously towards it. This year, a key drive on quality was the launch and completion of "Business Process Reengineering" Project named "Manthan" done along with TCS as partners. Strategic business drivers for the project were: Service Integration, Visibility and enhanced Customer Experience, Improved Efficiency and cycle time; Automation and Analytics driven organisation. The entire study has been done taking the future ready processes into consideration.

Capability building programmes facilitated by Tata Business Excellence Group (TBExG) aimed at building capability to understand, use and assess the Tata Business Excellence Model (TBEM) has been conducted inhouse, like Embracing Business Excellence (EBE). The purpose of this programme is to enable leaders and managers to understand TBEM and get oriented with the Company's business excellence journey. This was attended by 24 senior and mid management officers. Three senior officers successfully completed Subject Matter Expert (SME) certification through TBExG. Six TMILL officers were also trained on "Theory of Constraint - Holistic Management program" spread over a period of six months.

SCALE Awards 2018 (National award for Supply Chain and Logistics Excellence) was organised by Confederation of Indian Industry (CII) to recognize excellence in Supply Chain and Logistics in India. TMILL won in the category of Exemplary position under Terminal Operator – Seaport Category and Eminent Position under Third Party Logistics (3PL) category. TMILL Berth 12 Haldia won National Safety Winner award from Ministry of Labour & Employment. TMILL also won CII National award for Strong Commitment to HR Excellence.

SAFETY INITIATIVES

There has been Zero Fatality while Lost Time Injuries (LTI) went up from two in FY 17-18 to four in FY 18-19. Two LTIs were recorded at Haldia in March19. Constant emphasis has been given on regular Safety training and awareness in the field operations from time to time. A total of 28,047 (21,090 in FY 17-18) man hours of safety training was carried out during the year. Special emphasis was laid through TSL Group Safety campaigns across all operational locations. Tata Group guidelines for recording and reporting of occupational injuries and illness were circulated across the locations and implemented. The number of Near Miss cases reported reduced from 13 in FY 2017-18 to four in FY 2018-19. The cases were investigated and learnings and preventive measure shared across the locations.

CORPORATE GOVERNANCE

The Company is committed to maintaining a high standard of corporate governance practices and procedures. The Company 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, Whistle Blower Policy for employees & vendors, Risk Management Policy, Corporate Social Responsibility Policy as required under the Companies Act 2013 are in place and are being adhered to.

The Company follows a process of selection & governance of Board members, reviews the independence & effectiveness of Internal & External Auditors and lays special emphasis on protection of stakeholders' interest.

REPORT ON OTHER AREAS

A report on each of the following areas has been attached as an Annexure to this report: ***(Refer Annexure 2).***

- Company's Policy as regards to foreign exchange exposure;
- Earnings Management of the Company;
- Asset Management of the Company;
- Accounting policies adopted by the Company;
- Going Concern Test;
- Segmental Report.

BOARD OF DIRECTORS

During the year ended 31st March, 2019, seven (7) no. of meetings of the Board of Directors of the Company were held.

As on 31st March, 2019, the Board comprised 10 (ten) Directors, of who two (2) are Independent, seven (7) are Non-Executive and one (1) Executive. The Composition of the Board of Directors as on 31st March 2019, along with the details of the meetings held during the year under review has been attached an as Annexure to this report : ***(Refer Annexure 3).***

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:

- On the recommendation of Nomination and Remuneration Committee, Mr. Virendra Sinha was appointed as an Additional Independent Director in the place of Mr. Sabyasachi Hajara w.e.f. 24th July, 2018.

- Pursuant to the terms of Joint Venture Agreement, IQ Martrade Holding & Management GmbH is entitled to appoint two directors on the Board of TMILL as its nominees. As per the nomination received from IQ Martrade Holding & Management GmbH, Ms. Stephanie Hahn was appointed as an Additional Non -Executive Director on the Board of TMILL w.e.f. 16th April, 2019.

Appropriate resolutions seeking Members' approval to the aforesaid appointments are appearing in the Notice convening the 17th Annual General Meeting of the Company.

Directors to retire by rotation

In accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the Company, Mr. Peeyush Gupta- Non-Executive Director & Mr. Sandeep Bhattacharya- Non Executive Director, retire by rotation and being eligible, have offered themselves for re-appointment.

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, a joint venture Company is exempted from mandatorily appointing an Independent Director in its Board.

As TMILL is a joint venture of Tata Steel Limited, IQ Martrade Holding and Management GmbH and NYK Holding (Europe) B.V., it is exempted from having an Independent Director as a member of its Board. However as a good Corporate Governance practice, the Company has two Independent Director on its Board.

Board Evaluation
Pursuant to the provisions of the Companies Act, 2013, the Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit, Nomination & Remuneration and CSR Committees. The manner in which the evaluation has been carried out has been explained in the Nomination and Remuneration Policy as adopted by the Company.

COMMITTEES OF THE BOARD OF DIRECTORS

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. The details of the Committees, as required to be formed as per the applicable sections of the Companies Act are as follows:

i) Audit Committee
As on 31st March, 2019, the Audit Committee comprised of 3 (three) Non-Executive Directors, 2 (two) of whom were Independent Directors. The Chairman of the Committee is an Independent Director. The names of the members of the Audit Committee along with the meetings held are provided as an Annexure to this Report. ***(Refer Annexure 3)***

Board of Directors of the Company has accepted all recommendation of the Audit Committee during the year under review.

ii) 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 accessed at the following link www.tmilltd.com

iii) Corporate Social Responsibility Committee
The Board constituted a Corporate Social Responsibility Committee in compliance with the provisions of Section 135 of the Companies Act 2013, comprising of 4 (Four) Directors of which 3 (three) are Non - Executive. The CSR Policy as approved by the Board of Directors, is in place and being adhered to.

At TMILL, the 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 TMILL operates. The focus is on improving the quality of life amongst socially and economically backward communities, providing preventive health care and sanitation, making available safe drinking water, ensuring environmental sustainability and promoting education & employment and enhancing vocational skills.

During the year 2018-19, the annual expenditure on CSR was drawn up as per the guidelines and an amount of Rs. 76.38 lacs was spent during the year as against the 2% Average Net Profit requirement of Rs 75.90 lacs.

Details of the meeting held during the year under review has been attached as an Annexure to this report. (***Refer Annexure 3)***

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 4).***

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 2018-19.

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.

AUDITORS

The Auditors of the Company, M/s Price Waterhouse & Co. Chartered Accountants LLP, Kolkata, were appointed for a period of five years commencing 15th AGM held in 2017, subject to ratification of their appointment by shareholders every year. However Companies Amendment Act, 2017 has omitted the provision relating to annual ratification of appointment of Statutory Auditors by members in Annual General Meeting. Hence only a confirmation letter has been obtained from them confirming that they are eligible to continue as the Statutory Auditors of the Company.

AUDIT OBSERVATIONS & EXPLANATION BY THE BOARD

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

SECRETARIAL AUDITOR 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.

During the year under review, the standalone turnover of the Company has crossed the threshold of Rs. 250 crores, therefore it had become mandatory to appoint a Practicing Company Secretary, as a Secretarial Auditor of the Company for preparing the Secretarial Audit Report for the financial year ending 31st March, 2019.

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 appointed M/s. D. Dutt & Co., Practising Company Secretaries to undertake Secretarial Audit for the financial year ended 31st March, 2019. The Secretarial Audit Report as placed for review and noting of the Board, is enclosed as an annexure. ***(Refer Annexure 7).***

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

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.

INTERNAL FINANCIAL CONTROL

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.

RELATED PARTY DISCLOSURES

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 5).***

RISK MANAGEMENT POLICY

The Board of Directors of the Company has already adopted the Risk Management Policy on 31st March, 2015. The Company always had a system-based approach to business risk management. Backed by strong internal control systems, the current risk management framework consists of the following elements:

- The Senior Management of the Company regularly discuss the Strategic & Operational risks involved in the business.
- A strong and independent Internal Audit function carries out risk focused audits enabling identification of areas where risk management processes may need to be improved. The Audit Committee of the Board reviews Internal Audit findings and provides strategic guidance on internal controls.
- The Company regularly does the project-wise risk assessment and also have in place the entity level risk assessment procedure. The risk registers are also updated at regular intervals.

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. Ashish Kumar Gupta**

(ii) Designation - **Managing Director**

(iii) Remuneration received - **Rs. 1,41,39,666/-**

(iv) Nature of employment, whether contractual or otherwise; - **Agreement signed for a period from 1st May, 2017 to 30th April, 2020.**

(v) Qualifications and experience of the employee – **B.E (Electricals) from University of Roorkee and Diploma in Management from XLRI.**

(vi) Date of commencement of employment - **1st May, 2017 (as Executive Director) & 1st July, 2017, (as Managing Director).**

(vii) Age of such employee – **48 years.**

(viii) Last employment held by such employee before joining the Company – **Tata Steel as Chief (Customer Service Division & Logistics).**

(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**

VIGIL MECHANISM

As per the provisions of Section 177 (10), of the Companies Act 2013, the Company has established a vigil mechanism by adoption of the Whistle Blower Policy for Directors & Employees and Vendors to report their genuine concerns.

The Whistle Blower Policy of the Company encourages Directors and employees and Vendors to bring to the Company's attention, instances of unethical behaviour and actual or suspected incidents of fraud or violation of the Code of Conduct that could adversely impact the Company's operations, business performance and/or reputation. The Company investigates such incidents, when reported, in an impartial manner and takes appropriate action to ensure that the requisite standards of professional and ethical conduct are always upheld. It is the Company's Policy to ensure that no employee or vendor is victimised or harassed for bringing such incidents to the attention of the Company. The practice of the Whistle Blower Policy is overseen by the Audit Committee of the Board. The policy allows access to the Audit Committee Chairman in cases specified under the policy.

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. Also the details of the remuneration of KMP are part of Form MGT 9. ***(Refer Annexure 6)***

INTERNAL COMMITTEE

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 Chief Ethics Counsellor. Periodic awareness programmes were conducted by the Chief Ethics Counsellor 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 select employee groups.

PERSONNEL

The Company has a diverse workforce with a total strength of 200+ on-roll employees and 800+ contractual employees across various locations in the year 2018-19. During the year, the Company continued its focus on building workforce capability through induction of a mix of talent from the market as well as through its Management Trainee program. The company's capability development agenda focused on building of leadership skills and business excellence/ quality related competencies across levels. The Company maintained cordial industrial relations with the representatives of Union of employees at the ports and at Kolkata. Employee engagement activities also saw a significant rise across all locations garnering participation of most active employees. Apart from the above activities, HR department continued to focus on strengthening of the Performance Management System for the TMILL Group, working towards a competitive Reward and Compensation structure, as well as activities around comprehensive Employee Wellness. TMILL Group India Operations has been acknowledged by Confederation of Indian Industry (CII) for Strong Commitment to HR Excellence for the second time in a row with a band escalation from 400-450 to 451-500.

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. FY'19 SAP was migrated from on-premise infrastructure to Microsoft Cloud (Azure) and was upgraded to S/4HANA.

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, Technology strategy was formed and validated and separate business process reengineering (BPR) exercise to capture the business requirements. Based on the strategy and BPR, initiatives are being planned to have 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 enhancement of SAP to use the various features of S/4HANA is being planned. SAP is also being rolled out in ISL and is planned for TKM Germany and TKM China.

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, YES 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

Sandipan Chakravortty
Chairman

Ashish Kumar Gupta
Managing Director

Kolkata, 16th April, 2019

Annexure 1 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.	**NA**	**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.	**NA**	**1USD = INR 69.1713**	**1 EUR = INR 77.7570**	**1 RMB = INR 10.3230**
4	Share capital	**36.00**	**12.38**	**2.71**	**43.88**
5	Reserves & surplus	**241.25**	**2,314.73**	**1,827.22**	**(5.50)**
6	Total assets	**438.05**	**2,545.80**	**1,997.61**	**58.46**
7	Total Liabilities(including share capital & reserve)	**438.05**	**2,545.80**	**1,997.61**	**58.46**
8	Investments	**55.08**	-	-	-
9	Turnover	**733.55**	**3,503.37**	**446.51**	**189.53**
10	(Loss)/Profit before taxation	**39.87**	**87.06**	**42.83**	**2.73**
11	Provision for taxation	**4.78**	**11.27**	**10.75**	-
12	(Loss)/Profit after taxation	**35.09**	**75.79**	**32.08**	**2.73**
13	Proposed Dividend	-	-	-	-
14	% of shareholding	**100%**	**100%**	**100% Shareholding of TKM Global Logistics Limited.**	**100% Shareholding of TKM Global Logistics Limited.**

PART "B": Associates and Joint Ventures: The Company does not have any associates/Joint Ventures as on 31st March, 2019. Hence, there is nothing to report.

Annexure 2 to the Directors' Report

Report on Other Areas:

Company's Policy as regards to foreign exchange exposure
The Company complies with the FEMA Act and Rules.

Earnings Management of the Company
The Company is currently engaged in Port Operations and Customs House Agent & Inland Logistics business. The Revenue, Operating and Administrative Expenses, Tax Provisions and Profit are indicated under the heading Financial Highlights in the Directors' Report.

Asset Management of the Company
The Company has made investments in various Fixed Assets during the year. All the assets are properly insured and maintained.

Accounting Policies adopted by the Company
The Accounting policies of the Company have been stated in the Significant Accounting Policies in the Notes forming part of the Annual Accounts and transactions of the Company have been recorded as per the said policies.

Going Concern Test
The operations in all business areas have been efficient throughout the financial year under review and the response from customers has been encouraging. The Company, therefore, by all accounts fulfils the test of going concern and with the projected business, it is estimated to generate sufficient revenue, profit and funds. The Company has been regular in meeting its external commitments.

Segmental Report
The Company has considered Port Operation business segment as the primary segment. The Company is engaged in cargo handling and related activities at Ports, which in the context of accounting Standard (AS) 17 "Segmental Reporting" issued by the Institute of Chartered Accountants of India, is the only business segment.

The Company renders Port operation service only within India and there are no exports. The conditions prevailing in India being uniform, no separate geographical segment disclosure is considered necessary.

Annexure 3 to the Directors' Report

Meeting of the Board of Directors FY 2018-19

Name of the Directors	Composition	No. of meetings held	No. of meetings attended
Mr. Sandipan Chakravortty	Non Executive (Chairman)	7	7
Mr. Dipak Kumar Banerjee	Independent	7	7
Mr. Sabyasachi Hajara*	Independent	7	1
Mr. Virendra Sinha*	Independent	7	5
Mr. Guenther Hahn	Non Executive	7	7
Mr. Shinichi Yanagisawa	Non Executive	7	5
Captain Vivek Singh Anand	Non Executive	7	7
Mr. Sandeep Bhattacharya	Non Executive	7	5
Mr. Peeyush Gupta	Non Executive	7	7
Mr. Dinesh Shastri	Non Executive	7	6
Mr. Ashish Kumar Gupta	Managing Director	7	7

* For part of the year.

Meeting of the Audit Committee

Name of the Directors	Composition	No. of meetings held	No. of meetings attended
Mr. Dipak Kumar Banerjee	Independent (Chairman)	4	4
Mr. Virendra Sinha*	Independent	4	2
Mr. Sandeep Bhattacharya	Non Executive	4	4

* For part of the year.

Meeting of the Nomination and Remuneration Committee

Name of the Directors	Composition	No. of meetings held	No. of meetings attended
Mr. Dipak Kumar Banerjee	Independent (Chairman)	4	4
Mr. Guenther Hahn	Non- Executive	4	4
Mr. Sandipan Chakravortty	Non- Executive	4	4

Meeting of the Corporate Social Responsibility Committee

Name of the Directors	Composition	No. of meetings held	No. of meetings attended
Mr. Sandipan Chakravortty	Non Executive (Chairman)	4	4
Mr. Peeyush Gupta	Non Executive	4	4
Mr. Dipak Kumar Banerjee	Non Executive	4	3
Mr. Ashish Kumar Gupta	Managing Director	4	3

Annexure 4 to the Directors' Report

Annual Report on CSR Activities of the Company for the financial year ended 31st March, 2019

(Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility) Rules, 2014

1.	A brief outline of the Company's CSR Policy including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR Policy and projects or programs.		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 in. The focus has been on improving the quality of life amongst socially and economically backward communities, providing preventive health care and sanitation, making available safe drinking water, ensuring environmental sustainability and promoting education and employment enhancing vocational skills. The CSR Policy of the Company may be accessed on http://www.tmilltd.com/about-us/shareholders.asp.
2.	Composition of CSR committee.		The CSR Committee consists of the Chairman and the Managing Director of the Company along with 2(two) Non-Executive Directors, one of whom is an Independent Director. The Chairman of the Company is the Chairman of the Committee. The names of the members of the CSR Committee as on 31st March, 2019 is, as follows: **Mr. Sandipan Chakravortty – Chairman, Mr. Dipak Banerjee – Member, Mr. Peeyush Gupta – Member and Mr. Ashish Kumar Gupta- Member.**
3.	Average net profit of Company for last 3 financial years.		**Rs. 37,95,37,574/-**
4.	Prescribed CSR expenditure (2% of the amount as in item 3 above)		**Rs. 75,90,751/-**
5.	Details of CSR spent during the financial year:	a) Total amount to be spent during the financial year	**Rs. 75,90,751/- (Actual Amount spent – Rs. 76.38 lacs)**
		b) Amount unspent, if any	**NIL**

i	c) Manner in which the amount spent in the financial year	Sl. No	CSR Project or activity identified	Sector in which the project is covered	Projects or programmes (1) Local area or other (2) Specify the State and district where projects or programmes were undertaken	Amount outlay (Budget) projects or programme wise (Rs. In Lakhs	Amount spent on the projects of programmes Sub heads: 1. Direct expenditure on projects or 2. programmes Overheads (Rs. In Lakhs)	Cumulative expenditure up to the reporting period (Rs. In Lakhs)	Amount spent: Direct or through implementing agency (Rs. In Lakhs)
		1	Providing Computers for Assembly of God Church School, Corpus Fund for children requiring special care at School of Hope Jamshedpur, Providing e learning aids for 110 Marginalised children at Khela Ghar Badu, Upgradation of Equipment for Skill Development of marginalized communities at Ramakrishna Mission Narendrapur, Upgradation of infrastructure facilities for children requiring special care at Jagiruti school and Upkeep and maintenance of ongoing projects.	Education and enhancing vocational skills.	Haldia, Badu in West Bengal, Jamshedpur in Jharkhand	16.55	16.55 Direct Expenditure on projects	16.55	16.55 Direct
		2	Providing ambulance for Haldia Municipal Corporation, Safe Drinking Water & Sanitation work Sub Divisional Hospital, Renovation of Labor Room & Baby Care Sub Divisional Hospital Haldia, Tata Volunteering week activities, Adopt a Mother and child, Sanitation and hygiene for 150 girl children at Behala Balika Vidyapeth	Preventive Health Care in Haldia and Kolkata, West Bengal	Sub Divisional Hospital Haldia, Haldia Municipality, Haldia and Kolkata West Bengal	39.62	39.62 Direct Expenditure on project & Through Implementation Agency	39.62	39.62 Direct & also through Implementation Agency
		3	Scholarship for bright SC/ST candidates at FAEA.	Promoting education amongst poor children	Kolkata, West Bengal,	0.70	0.70 Through Implementation Agency	0.70	0.70: Through Implementation Agency
		4	Levelling & Fencing of Playgroucnd at Gandhi Ashram Haldia, Boundary Wall for Women & Child Ward Sub Divisional Hospital Sports Kits for Paranchak High School	Infrastructural support, Environment and Community	Haldia and Paradip, West Bengal and Chennai, Tamil Nadu	19.51	7.47 Direct Expenditure on Project and through Implementation Agency	19.51	19.51: Direct & also through Implementation Agency
			Total			**76.38**	**76.38**	**76.38**	**76.38**

6.	Reasons for not spending the prescribed amount (in case the Company has failed to spend amount specified under item 4)	**Not Applicable.** An amount of Rs.48,000 have been spent over & above the CSR Budget

The CSR Committee has confirmed that the implementation and monitoring of the CSR Policy is in compliance with the CSR objectives and Policy of the Company.

On behalf of the Board

Sandipan Chakravortty
Chairman

Ashish Gupta
Managing Director

Kolkata, 16th April, 2019

Annexure 5 to the Directors' Report

Form No. 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 18-19 as material, and accordingly the details of all such contracts having 10% or more of the value of turnover as on 31st March 2019, are being provided below:

Sl. No.	Name of the related Party and nature of relationship	Nature of Contract /arrangements /transactions	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 millions)	Date(s) of approval by the Board, if any	Amount paid as advances, if any
Agency							
1	Tata Steel Limited (Parent Company)	Ship Agency and Reimbursement of port dues/others	Vessel wise contract	Ship Agency Activities	82.03	NA	NA
						NA	NA
		Custom Clearance	From 01.06.17 to 31.03.19	Custom Clearance	201.32	NA	NA
		Reimbursement of shipping line bills		Reimbursement of shipping line bills	108.21	NA	NA
		Warehousing	From 01.12.17 to 31.03.19	Handling, Storage, Transportation - TGS & Kalimandir Warehouse (JSR)	24.80	NA	NA
			From 01.12.17 to 31.03.19	Kalimandir Warehouse (JSR)Rent	9.17	NA	NA
			From 16.03.18 to 31.12.21	Handling, Transportation & Supervision - IM Section	24.99	NA	NA
			FY 18-19	C& F Agent for Agrico	7.07	NA	NA
CHA&IL & WAREHOUSE							
2			From 01.04.18 to 31.03.21	Renting of Warehouse for Lab & Testing with Supply of security and electricity	6.99	NA	NA
			FY 18-19	Tool Kit Stores- JIT Delivery	19.94	NA	NA
			From 19.01.18 to 18.01.20	Providing Warehouse facility to TSL at Kalinganagar	5.66	NA	NA
Port Operations							
	Tata Steel Limited (Parent Company)	Port Operations at B12 Haldia	From 15.12.17 till 15.12.18 (renewed till 15.12.19)	Port Handling	787.38	NA	NA
		Port Operations– Other Berth at Haldia & Paradip, Other Ports & Kolkata Port	From 15.12.17 till 15.12.18 (renewed till 15.12.19)	Port Handling (Invoice)	1522.00	NA	NA
				Reimbursement	1679.43	NA	NA

Sl. No.	Name of the related Party and nature of relationship	Nature of Contract /arrangements /transactions	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 millions)	Date(s) of approval by the Board, if any	Amount paid as advances, if any
SFTO							
1	Tata Steel Limited (Parent Company)	RFQ Based Contract	From 01.03.17 till 28.02.22	SFTO Railway Contract(For 3 existing rakes)	739.91	NA	NA
			From 18.08.18 till 17.08.23	For 6 new rakes to be inducted from September 2018 onwards	256.88	NA	NA
Others							
5	Tata Steel Limited (Parent Company)	Rental services Received & others (Inc. Steel Junction)	FY 18-19	Rental services - Kolkata and Jamshedpur	30.72	NA	NA
		Transportation of its Pravesh Doors-One time	From 01.04.18-31.03.19	Transportation of its Pravesh Doors and windows from its manufacturing locations at Hyderabad & Chandigarh	6.93		

Annexure 6 to the Directors' Report

MGT -9
EXTRACT OF ANNUAL RETURN
as on the financial year ended on 31st March 2019
[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	:	**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**
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- SrBillimoria@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	% to total turnover of the company
1	Port Operations	5222	72.69%
2.	SFTO	49120	27.31%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sl. N0	NAME	CIN/GLN	HOLDING/ SUBSIDIARY/	% 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	NAME				CIN/GLN				HOLDING/ SUBSIDIARY/
	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. e)Banks/FI f) Any Other	—	Yes	9179990	51	—	Yes	9179990	51	NIL
Sub-total (A)(1):-			**9180000**	**51**			**9180000**	**51**	**NIL**
(2)Foreign a) NRIs- Individuals b) Other– Individuals c) Bodies Corp. d) Banks/FI e) Any Other….	—	Yes	8820000	49	—	Yes	8820000	49	NIL
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 a)Mutual Funds b) Banks/FI c) Central Govt. d) State Govt.(s) e) Venture Capital Funds f) Insurance Companies g) FIIs h) Foreign Venture Capital Funds i) Others (specify)			NIL				NIL		
Sub-total (B)(1):-			**NIL**				**NIL**		
2.Non- Institutions a)Bodies Corp. i)Indian ii)Overseas b)Individuals i)Individual shareholders holding nominal share capital upto Rs.1 lakh ii)Individual shareholders holding nominal share capital in excess of Rs1 lakh c)Others (specify)			NIL				NIL		
Sub-total (B)(2):-			NIL				NIL		
Total Public Shareholding (B)=(B)(1)+ (B)(2)			NIL				NIL		

Category of	NAME				CIN/GLN				HOLDING/ SUBSIDIARY/
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
2.Non- Institutions a)Bodies Corp. i)Indian ii)Overseas b)Individuals i)Individual shareholders holding nominal share capital upto Rs.1 lakh ii)Individual shareholders holding nominal share capital in excess of Rs1 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 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 (Nominee of Tata Steel Ltd.)	1	0.00	NIL	1	0.00	NIL	NIL
5.	Mr. Jayanta Chakraborty (Nominee of Tata Steel Ltd.)	1	0.00	NIL	1	0.00	NIL	NIL
6.	Chacko Joseph (Nominee of 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**			**18000000**	**Total**	**18000000**	

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

Sl. No	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	**18000000**	**100**	**18000000**	**100**
	Date-wise Increase/ Decrease in Promoters 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 theTop10 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 Rs.)	Deposits (In Rs.)	Total Indebtedness (In Rs.)
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 Rs.)

Sl. no.	Particulars of Remuneration	Name of MD/WTD/Manager
		Mr. Ashish Kumar Gupta (Managing Director)
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	9,051,406
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 18-19)	988,260 4,100,000
	Total (A)	14,139,666

B. Remuneration to other directors: (Amount in Rs.)

Particulars of Remuneration	Mr. Sandipan Chakravortty	Mr. Dipak Banerjee	Mr. Sabyasachi Hajara*	Mr. Virendra Sinha	Mr. Guenther Hahn	Mr. Shinichi Yanagisawa	Captain Vivek Singh Anand	Total
1. Independent Directors • Fee for attending board / committee meetings/ Independent Director Meeting		3,60,000	20,000	1,40,000				5,20,000
• Commission		5,17,000	-	1,60,000				6,77,000
Total (1)		**8,77,000**	**20,000**	**3,00,000**				**11,97,000**
2. Other Non-Executive Directors • Fee for attending board / committee meetings	3,00,000				2,20,000	1,00,000	1,40,000	7,60,000
• Commission	3,96,000				1,37,000	76,000	1,07,000	7,16,000
Total (2)	**6,96,000**				**3,57,000**	**1,76,000**	**2,47,000**	**14,76,000**
Total (B)=(1+2)	**6,96,000**	**8,77,000**	**20,000**	**3,00,000**	**3,57,000**	**1,76,000**	**2,47,000**	**26,73,000**
Total Managerial Remuneration								
Overall Ceiling as per the Act								

** Resigned during the year.*

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

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

Sl. no.	Particulars of Remuneration	Key Managerial Personnel (Mr. Anand Chand, CFO)	Key Managerial Personnel (Ms. Jyoti Purohit, CS)
		Total	Total
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	3,800,669	1,810,546
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 18-19)	496,632 1,950,000	71,748 315,000
	Total	6,247,301	2,197,294

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

There were no Penalties/punishments/compounding of offences for the year ended 31st March, 2019.

INDEPENDENT AUDITORS' REPORT

To the Members of TM International Logistics Limited

Report on the Audit of the Standalone Financial Statements

Opinion

1. We have audited the accompanying Standalone Financial Statements of TM International Logistics Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2019, 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 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, 2019, and total comprehensive income (comprising of profit and other comprehensive income), its changes in equity and its cash flows for the year then ended.

Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the Standalone Financial Statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

4. The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Directors' Report, but does not include the financial statements and our auditor's report thereon.

   Our opinion on the Standalone 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 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

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 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.

6. 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

7. 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.

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 Standalone Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to Standalone Financial Statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Standalone Financial Statements, including the disclosures, and whether the Standalone Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

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 Cash Flow Statement dealt with by this Report are in agreement with the books of account.

    (d) In our opinion, the aforesaid Standalone Financial Statements comply with the Accounting Standards specified under Section 133 of the Act.

    (e) On the basis of the written representations received from the directors as on March 31, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019 from being appointed as a director in terms of Section 164(2) of the Act.

    (f) With respect to the adequacy of the internal financial controls with reference to Standalone Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate Report in Annexure A.

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

        i. The Company has disclosed the impact of pending litigations as on March 31, 2019 on its financial position in its Standalone Financial Statements – Refer Note 33(a) to the Standalone Financial Statements;

        ii. The Company has long-term contracts as at March 31, 2019 for which there were no material foreseeable losses. The Company did not have any derivative contracts as at March 31, 2019.

        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, 2019.

        iv. The reporting on disclosures relating to Specified Bank Notes is not applicable to the Company for the year ended March 31, 2019.

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

Pinaki Chowdhury
Partner
Membership Number: 057572

Place: Kolkata
Date: April 16, 2019

ANNEXURE A TO INDEPENDENT AUDITORS' REPORT

Referred to in paragraph 12(f) of the Independent Auditors' Report of even date to the members of TM International Logistics Limited on the Standalone Financial Statements for the year ended March 31, 2019

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

1. We have audited the internal financial controls with reference to Standalone Financial Statements of TM International Logistics Limited ("the Company") as of March 31, 2019 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to Standalone Financial Statements and their operating effectiveness. Our audit of internal financial controls with reference to Standalone Financial Statements included obtaining an understanding of internal financial controls with reference to Standalone Financial Statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error.

5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to Standalone Financial Statements.

Meaning of Internal Financial Controls with reference to financial statements

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

Inherent Limitations of Internal Financial Controls with reference to financial statements

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

Opinion

8. In our opinion, the Company has, in all material respects, an adequate internal financial controls system with reference to Standalone Financial Statements and such internal financial controls with reference to Standalone Financial Statements were operating effectively as at March 31, 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

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

Pinaki Chowdhury
Partner
Membership Number: 057572

Place: Kolkata
Date: April 16, 2019

ANNEXURE B TO INDEPENDENT AUDITORS' REPORT

Referred to in paragraph 11 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, 2019

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

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

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

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

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

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

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

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

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

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

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

vii. (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is generally regular in depositing undisputed statutory dues in respect of professional tax and goods and service tax, though there has been a slight delay in a few cases, and is regular in depositing undisputed statutory dues, including provident fund, employees' state insurance, sales tax, income tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, with the appropriate authorities. Also refer Note 33(b) to the Standalone Financial Statements regarding management's assessment on certain matters relating to provident fund.

(b) According to the information and explanations given to us and the records of the Company examined by us, there are no dues of sales tax, duty of excise, value added tax and goods and service tax as at March 31, 2019, as applicable, which have not been deposited on account of any dispute. The particulars of dues of income tax, service tax and duty of customs as at March 31, 2019 which have not been deposited on account of a dispute, are as follows:

Name of the statute	Nature of dues	Amount (₹ in Lakhs)	Period to which the amount relates	Forum where the dispute is pending
Finance Act, 1994	Service Tax	705.96	FY 2001-02 to FY 2005-06	High Court of Orissa
		85.28	FY 2004-05 to FY 2007-08	Customs, Excise & Service Tax Appellate Tribunal
		18.12	FY 2006-07 to FY 2007-08	Customs, Excise & Service Tax Appellate Tribunal
		4.08	FY 2010-11 to FY 2013-14	Customs, Excise & Service Tax Appellate Tribunal
		169.58	FY 2011-12	Commissioner (Appeals)
Income Tax Act, 1961	Income Tax	21.55	FY 2009-10	Commissioner of Income Tax (Appeals)
		51.88	FY 2010-11	Commissioner of Income Tax (Appeals)
Customs Act, 1962	Customs Duty	23.13	FY 2005-06	Customs, Excise & Service Tax Appellate Tribunal

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

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

ANNEXURE B TO INDEPENDENT AUDITORS' REPORT

Referred to in paragraph 12(f) of the Independent Auditors' Report of even date to the members of TKM Global Logistics Limited on the Financial Statements for the year ended March 31, 2019

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

xi. The Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.

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

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

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

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

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

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

Pinaki Chowdhury
Partner
Membership Number: 057572

Place: Kolkata
Date: April 11, 2019

Standalone **Balance Sheet** as at 31 March, 2019

₹ in Lakhs

	Particulars	Note	As at 31st March 2019	As at 31st March 2018
I	**ASSETS**			
(1)	**Non-current assets**			
	(a) Property, Plant and Equipment	4	2872.29	2,219.44
	(b) Intangible Assets	5	3828.53	4,020.41
	(c) Intangible Assets under Development		390.07	240.71
	(d) Financial assets			
	(i) Investments	6	639.57	639.57
	(ii) Loans	7	458.13	532.45
	(iii) Other Financial Assets	8	83.16	8.97
	(e) Non-current Tax Asset (Net)	9	556.08	683.92
	(f) Deferred Tax Assets (Net)	45	1,181.19	1,310.18
	(g) Other Non-current Assets	10	272.98	5.06
	Total Non-current Assets		**10,282.00**	**9,660.71**
(2)	**Current Assets**			
	(a) Inventories	11	121.17	143.89
	(b) Financial Assets			
	(i) Investments	12	100.10	626.63
	(ii) Trade Receivables	13	15,817.06	8,372.77
	(iii) Cash and Cash Equivalents	14	639.75	1,754.62
	(iv) Other Bank Balances	15	8,594.34	9,233.75
	(v) Loans	16	452.06	78.59
	(vi) Other Financial Assets	17	237.73	163.30
	(c) Other Current Assets	18	8,265.97	3,977.78
	Total Current Assets		**34,228.18**	**24,351.33**
	Total Assets		**44,510.18**	**34,012.04**
II.	**EQUITY AND LIABILITIES**			
	EQUITY			
	(a) Equity Share Capital	19	1,800.00	1,800.00
	(b) Other Equity	20	18,071.82	14,996.38
	Total Equity		**19,871.82**	**16,796.38**
	LIABILITIES			
	(1) Non-Current Liabilities			
	(a) Financial Liabilities			
	Other Financial Liabilities	21	20.14	29.37
	(b) Provisions	22	2,550.86	2,513.84
	Total Non-current Liabilities		**2,571.00**	**2,543.21**
	(2) Current Liabilities			
	(a) Financial Liabilities			
	(i) Trade Payables	23		
	(a) Total Outstanding Dues of Micro Enterprises and Small Enterprises			
	(b) Total Outstanding Dues of Creditors other than Micro Enterprises and Small Enterprises		7,014.49	4,554.52
	(ii) Other Financial Liabilities	24	34.90	34.90
	(b) Provisions	25	531.87	568.37
	(c) Other Current Liabilities	26	14,486.10	9,514.66
	Total Current Liabilities		**22,067.36**	**14,672.45**
	Total Liabilities		**24,638.36**	**17,215.66**
	Total Equity and Liabilities		**44,510.18**	**34,012.04**
	The accompanying Notes form an integral part of the Standalone Balance Sheet			

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

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

For and on behalf of the Board of Directors

Pinaki Chowdhury
Partner
Membership Number 057572

Ashish Kr Gupta
Managing Director
DIN: 07808012

Sandipan Chakravortty
Chairman
DIN: 00053550

Place: Kolkata
Date: April 16, 2019

Jyoti Purohit
Company Secretary

Anand Chand
Chief Financial Officer

Standalone **Statement of Profit and Loss** for the year ended 31 March, 2019

₹ in Lakhs

	Particulars	Note	For the Year ended 31st March 2019	For the Year ended 31st March 2018
I.	**Revenue from Operations**	**27**	**37,441.47**	**23,140.60**
II.	**Other Income**	28	2,225.23	1,208.17
III.	**Total Income (I +II)**		39,666.69	24,348.77
IV.	**Expenses**			
	Operational Expenses	29	25,522.47	12,668.92
	Employee Benefits Expense	30	3,075.04	3,251.58
	Finance Costs	31	134.39	53.62
	Depreciation and Amortization Expense	4 & 5	585.97	519.29
	Other Expenses	32	5,080.52	4,251.57
	Total Expenses		**34,398.39**	**20,744.98**
V.	**Profit Before Tax and Exceptional Items (III - IV)**		5,268.31	3,603.79
VI	**Exceptional Items**		-	1,135.66
VII.	**Profit Before Tax (V-VI)**		5,268.31	2,468.13
VIII.	**Income Tax Expense**		1,394.72	1,107.81
	(1) Current Tax		1,277.84	1,086.29
	(2) Tax Relating to Earlier Years		(12.11)	-
	(3) Deferred tax	45	128.99	21.52
IX.	**Profit for the Year (VII-VIII)**		**3,873.59**	**1,360.32**
X.	**Other Comprehensive Income**			
	Items that will not be Reclassified to Profit or Loss			
	(1) Remeasurements of the Post Employment Defined Benefit Obligations		16.72	17.67
	(2) Income Tax on Above		(4.87)	(6.12)
XI.	**Total Comprehensive Income for the Year (IX+X)**		**3,885.44**	**1,371.87**
XII.	**Earning per Equity Share**	40		
	(1) Basic		21.52	7.56
	(2) Diluted		21.52	7.56

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

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

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

For and on behalf of the Board of Directors

Pinaki Chowdhury
Partner
Membership Number 057572

Ashish Kr Gupta
Managing Director
DIN: 07808012

Sandipan Chakravortty
Chairman
DIN: 00053550

Place: Kolkata
Date: April 16, 2019

Jyoti Purohit
Company Secretary

Anand Chand
Chief Financial Officer

Standalone **Statement of Cash Flows** for the year ended 31 March, 2019

₹ in Lakh

	Particulars	Note	For the Year ended 31st March 2019	For the Year ended 31st March 2018
A.	**CASH FLOW FROM OPERATING ACTIVITIES**			
	Profit Before Tax		5,268.31	2,468.13
	Adjustments for:			
	Depreciation / Amortisation Expenses		585.97	519.29
	(Gain)/ Loss on Disposal of Property, Plant & Equipment (Net)	28	(6.03)	0.89
	Profit on Sale of Investments	28	(34.50)	(46.29)
	Interest Income	28	(831.38)	(671.48)
	Dividend Income from Mutual Funds		(7.37)	(28.16)
	Dividend Income from Subsidiary	28	(1,032.44)	0.00
	Provision for Doubtful Debts	32	-	1.83
	Operating Profit before Changes in Operating Assets and Liabilities		3,942.55	2,244.21
	Changes in Operating Assets and Liabilities		(7,444.29)	1,614.66
	(Increase)/ Decrease in Trade Receivables		(22.33)	-
	Increase in Financial Assets		22.85	(50.18)
	(Increase)/ Decrease in Loans		(4,556.12)	370.99
	(Increase)/ Decrease in Other Assets		22.73	(43.69)
	(Increase)/ Decrease in Inventories		2,459.97	(2,175.04)
	Increase/ (Decrease) in Trade Payables		(9.23)	(4.62)
	Decrease in Financial Liabilities		4,971.43	933.86
	Increase in Other Liabilities		17.23	(1,911.72)
	Increase/ (Decrease) in Provisions			
	Cash Generated from Operations		(595.21)	978.47
	Direct Taxes Paid (Net of Refund)		(1,142.77)	(1,334.01)
	Net Cash used in Operating Activities		(1,737.98)	(355.54)
B.	**CASH FLOW FROM INVESTING ACTIVITIES**			
	Payment for Acquisition/Construction of Property, Plant & Equipment		(1,197.84)	(857.05)
	Proceeds from Disposal of Property, Plant & Equipment		7.59	2.24
	Proceeds from Maturity of Deposits with Banks		33,577.86	35,676.43
	Payments for Placing of Deposits with Banks		(33,011.29)	(33,252.20)
	Loan to Subsidiary- TKM Global Logistics Limited		(870.00)	-
	Repayment of Loan by Subsidiary- TKM Global Logistics Limited		548.00	48.00
	Sale of Investments in Mutual Funds		26,761.04	42,222.92
	Purchase of Investments In Mutual Funds		(26,200.00)	(41,646.29)
	Dividend from Subsidiary		1,032.44	-
	Interest Received		777.93	745.67
	Dividend Income from Mutual Funds	28	7.37	28.16
	Net Cash from Investing Activities		1,433.10	2,967.88
C.	**CASH FLOW FROM FINANCING ACTIVITIES**			
	Dividend Paid		(810.00)	(1,350.00)
	Dividend Distribution Tax Paid		-	(274.83)
	Net Cash used in Financing Activities		(810.00)	(1,624.83)
	Net Increase/(Decrease) in Cash & Cash Equivalents(A+B+C)		(1,114.87)	987.51
	Cash and Cash Equivalents at the Beginning of the Year	14	1,754.62	767.11
	Cash and Cash Equivalents at the End of the Year	**14**	639.74	1,754.62

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

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

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

For and on behalf of the Board of Directors

Pinaki Chowdhury
Partner
Membership Number 057572

Ashish Kr Gupta
Managing Director
DIN: 07808012

Sandipan Chakravortty
Chairman
DIN: 00053550

Place: Kolkata
Date: April 16, 2019

Jyoti Purohit
Company Secretary

Anand Chand
Chief Financial Officer

Standalone **Statement of Changes in Equity** for the period ended 31 March, 2019

₹ in Lakh

A. Equity Share Capital (Refer Note 19)	₹ in Lakhs
Balance as at 1st April 2017	**1,800.00**
Changes in Equity Share Capital during the Year	-
Balance as at 31st March 2018	1,800.00
Changes in Equity Share Capital during the Year	-
Balance as at 31st March 2019	1,800.00

₹ in Lakh

B. Other Equity (Refer Note 20)	Other Equity		
	General Reserves	Retained Earnings	Total
Balance as at 1st April 2017	7,716.76	7,532.58	15,249.34
Profit for the Year	-	1,360.32	1,360.32
Other Comprehensive Income for the Year	-	11.55	11.55
Final Dividend on Equity Shares for FY 16-17	-	(1,350.00)	(1,350.00)
Dividend Distribution Tax on Above	-	(274.83)	(274.83)
Balance as at 31st March 2018	**7,716.76**	**7,279.62**	**14,996.38**
Balance as at 1 April 2018	**7,716.76**	**7,279.62**	**14,996.38**
Profit for the Year	-	3,873.59	3,873.59
Other Comprehensive Income for the Year	-	11.85	11.85
Final Dividend on Equity Shares for FY 17-18	-	(810.00)	(810.00)
Balance as at 31 March 2019	**7,716.76**	**10,355.06**	**18,071.82**
The accompanying Notes form an integral part of the Standalone Statement of Changes in Equity			

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

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

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

For and on behalf of the Board of Directors

Pinaki Chowdhury
Partner
Membership Number 057572

Ashish Kr Gupta
Managing Director
DIN: 07808012

Sandipan Chakravortty
Chairman
DIN: 00053550

Place: Kolkata
Date: April 16, 2019

Jyoti Purohit
Company Secretary

Anand Chand
Chief Financial Officer

Notes forming part of the Standalone Financial Statements

1 Company Background

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

The functional and presentation currency of the Company is Indian Rupee (Rs.) which is the currency of the primary economic environment in which the Company operates.

The Standalone Financial Statements were approved and authorised for issue with the resolution of the Company's Board of Directors on April 16, 2019.

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 period presented, unless otherwise stated. These Standalone Financial Statements are the separate financial statements of the Company.

2.1 Basis of Preparation

(i) Compliance with Ind AS

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

(ii) Historical Cost Convention

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

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

(iii) Current versus Non-current Classification

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

An asset is treated as current when it is:

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

All other assets are classified as non-current.

A liability is classified as current when:

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

All other liabilities are classified as non-current.

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

2.2 Property, Plant and Equipment

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

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

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

Depreciation Method and Estimated Useful lives

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

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

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

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

2.3 Intangible Assets
Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated 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#12-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 in which a significant portion of the risks and rewards of ownership are not transferred to the Company as lessee are classified as operating leases. Payments made under operating leases are recognised as expense in the Statement of Profit and Loss on a straight-line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

As A Lessor
Rental income from operating leases is recognised in the Statement of Profit and Loss on a straight line basis over the term of the relevant lease unless another systematic basis is more representative of the time pattern in which economic benefits from the leased asset is diminished. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying value of the leased asset and recognised on a straight-line basis over the lease term.

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

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

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

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

(i) Classification
The Company classifies its financial assets in the following measurement categories:

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

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

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

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

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

Debt Instruments

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

Equity Instruments

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

(iii) Impairment of Financial Assets

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

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

(iv) Derecognition of Financial Assets

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

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

Where the entity neither has transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

(v) Fair Value of Financial Instruments

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

(vi) Offsetting Financial Instruments

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

2.7 Trade Receivables

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

2.8 Cash and Cash Equivalents

For the purpose of presentation in the 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 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 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 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 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 unused tax losses.

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

Deferred tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the Standalone Financial Statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction impacts neither accounting profit nor taxable profit (tax loss). Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the end of the reporting period and are expected to apply when the related deferred tax asset is realised or the deferred tax liability is settled.

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

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

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

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

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

2.12 Provisions and Contingencies

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

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

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

2.13 Revenue Recognition

Effective 1st April 2018, the Company has applied Ind AS 115 'Revenue from Contracts with Customers', using the retrospective effect method. Ind AS 115 replaces Ind AS 18 'Revenue' and Ind AS 11 'Construction Contracts'. The adoption of the standard did not result in any adjustments in the Standalone Financial Statements. Also refer Note 38.

Pursuant to adoption of Ind AS 115, 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 the financial year.

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.

2.17 Standards issued but not yet effective

Ministry of Corporate Affairs (MCA) has notified Companies (Indian Accounting Standards) Amendment Rules, 2019 and the Companies (Indian Accounting Standards) Second Amendment Rules, 2019 containing the following new amendments to Ind AS which the Company has not applied as they are effective for annual periods beginning on or after 1st April 2019.

Ind AS 116 - 'Leases'

Ind AS 116 'Leases' eliminates the classification of leases as either finance leases or operating leases. All leases are required to be reported on an entity's balance sheet as assets and liabilities. Leases are capitalised by recognising the present value of the lease payments and showing them either as lease assets or together with property, plant and equipment. If lease payments are made over time a financial liability representing the future obligation will be recognised.

Ind AS 116 will be effective from 1 April 2019. The Company is currently assessing the impact of the new standard and expects there to be some increase to the assets and liabilities recognised in the financial statements, as well as the corresponding impact of the classification on the Statement of Profit and Loss.

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 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. Employee Benefits (Estimation of Defined Benefit Obligation)

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

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

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

C. Impairment of Trade Receivables

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

D. Contingencies

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

E. Deferred Taxes

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

Note 4 and 5: Property, Plant and Equipment and Intangible Assets

₹ in Lakh

	As at 31st March 2019	As at 31st March 2018
Net Carrying Amount of :		
Note 4- Property, Plant and Equipment		
Buildings	1,226.53	998.35
Plant and Equipments	1,309.10	877.28
Furniture and Fixtures	124.34	134.23
Vehicles	128.72	124.67
Office Equipments	83.60	84.91
Total Property, Plant and Equipment	**2,872.29**	**2,219.44**
Note 5- Intangible Assets		
Softwares	143.74	65.94
Special Freight Train Operator License	902.47	952.47
Operational Rights under Service Concession Agreement Berth#12- Haldia Port	2,782.32	3,002.00
Total Intangible Assets	**3,828.53**	**4,020.41**

	Note 4						Note 5			
	Buildings	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#12- Haldia Port	Total Intangible Assets
Gross Carrying Amount as at 1st April 2018	1,045.84	1,127.01	194.69	222.46	194.74	2,784.74	135.24	1,000.00	3,649.26	4,784.50
Additions	256.10	573.52	10.21	61.19	49.25	944.16	104.34	-	-	104.34
Disposals	-	13.44	2.15	31.39	19.06	66.04	-	-	-	-
Transfers	-	-	-	-	-	-	-	-	-	-
Gross Carrying Amount as at 31st March 2019	**1,301.94**	**1687.09**	**202.76**	**252.27**	**218.83**	**3,662.86**	**239.58**	**1,000.00**	**3,649.26**	4,888.84
Accumulated Depreciation/ Amortisation as at 1st April 2018	47.49	249.73	60.46	97.79	109.83	565.30	69.30	47.53	647.26	764.09
Charge for the Year	27.92	141.70	20.10	57.13	42.90	289.75	26.54	50.00	219.68	296.22
Disposals	-	13.44	2.15	31.39	17.50	64.48	-	-	-	-
Accumulated Depreciation/ Amortisation as at 31st March 2019	**75.41**	**377.99**	**78.41**	**123.53**	**135.23**	**790.57**	**95.84**	**97.53**	**866.94**	**1,060.32**
Net Carrying Amount at the Beginning of the Year	**998.35**	**877.28**	**134.23**	**124.67**	**84.91**	**2,219.44**	**65.94**	**952.47**	**3,002.00**	**4,020.41**
Net Carrying Amount at the End of the Year	**1,226.53**	**1,309.10**	**124.34**	**128.72**	**83.60**	**2,872.29**	**143.74**	**902.47**	**2,782.32**	**3,828.53**

	Note 4						Note 5			
	Buildings	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#12- Haldia Port	Total Intangible Assets
Gross Carrying Amount as at 1st April 2017	956.96	740.97	194.43	163.18	182.36	2,237.90	80.66	-	3,649.26	3,729.92
Additions	88.88	386.04	1.47	59.28	26.09	561.76	54.58	1,000.00	-	1,054.58
Disposals	-	-	1.21	-	13.71	14.92	-	-	-	-
Gross Carrying Amount as at 31st March 2018	**1,045.84**	**1,127.01**	**194.69**	**222.46**	**194.74**	**2,784.74**	**135.24**	**1,000.00**	**3,649.26**	**4,784.50**
Accumulated Depreciation/ Amortisation as at 1st April 2017	29.86	161.10	40.55	38.39	78.90	348.80	45.50	-	427.58	473.08
Charge for the Year	17.63	88.63	20.31	59.40	42.31	228.28	23.80	47.53	219.68	291.01
Disposals	-	-	0.40	-	11.38	11.78	-	-	-	-
Accumulated Depreciation/ Amortisation as at 31st March 2018	**47.49**	**249.73**	**60.46**	**97.79**	**109.83**	**565.30**	**69.30**	**47.53**	**647.26**	**764.09**
Net Carrying Amount at the Beginning of the Year	**927.10**	**579.87**	**153.88**	**124.79**	**103.46**	**1,889.10**	**35.16**	**-**	**3,221.68**	**3,256.84**
Net Carrying Amount at the End of the Year	**998.35**	**877.28**	**134.23**	**124.67**	**84.91**	**2,219.44**	**65.94**	**952.47**	**3,002.00**	**4,020.41**

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 : Net carrying value of building comprises of Leasehold building with Written Down Value as at 31st March 2019 of ₹ 299.75 lakhs (31st March 2018: ₹ 53.41 lakhs)
Note 3 : Title deeds of immovable property is held in the name of the Company

₹ in Lakh

6. INVESTMENTS - NON CURRENT	As at 31st March 2019	As at 31st March 2018
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 2018: 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 2018: 36,00,000 Shares of ₹ 10 each, fully paid up]		
	639.57	639.57
Aggregate value of Unquoted Investments	**639.57**	**639.57**

₹ in Lakh

7. LOANS- NON CURRENT	As at 31st March 2019	As at 31st March 2018
Unsecured, Considered Good		
Loan to Related Party	88.00	136.00
- Subsidiary -TKM Global Logistics Limited		
Security Deposits #	290.75	314.75
Loan to Employees	79.38	81.70
	458.13	532.45
# Include Dues from Related Parties (Refer Note 50)	52.88	69.67

₹ in Lakh

8. OTHER FINANCIAL ASSETS- NON CURRENT	As at 31st March 2019	As at 31st March 2018
Unsecured, Considered Good		
Fixed Deposits with Banks (with Maturity of More Than 12 Months) * #	80.76	7.93
Interest Accrued on Deposits #	2.40	1.04
	83.16	**8.97**
* Earmarked Amount	18.00	-
# Financial Assets carried at Amortised Cost		

₹ in Lakh

9. NON CURRENT TAX ASSETS (NET)	As at 31st March 2019	As at 31st March 2018
Advance Payment of Taxes	556.08	683.92
[Net of Provision for Tax: ₹ 7,614.71 (31st March 2018: ₹ 6,332.00 Lakhs)]		
	556.08	683.92

₹ in Lakh

10. OTHER NON CURRENT ASSETS	As at 31st March 2019	As at 31st March 2018
Capital Advances	69.20	-
Prepaid Expenses#	203.78	5.06
	272.98	5.06
# Include Dues from Related Parties (Refer Note 50)	11.30	-

₹ in Lakh

11. INVENTORIES- CURRENT	As at 31st March 2019	As at 31st March 2018
At Lower of Cost and Net Realisable Value		
Stores and Spares	121.17	143.89
	121.17	**143.89**

₹ in Lakh

12. INVESTMENTS- CURRENT	As at 31st March 2019	As at 31st March 2018
Investments Carried at Fair Value through Profit or Loss		
Investments in Mutual Funds (Unquoted)		
In units of ₹ 1,000/- each		
Tata Liquid Fund Direct Plan-Daily Dividend Reinvestment (Formerly known as Tata Money Market Fund-Direct Plan-Daily Dividend Reinvestment)	100.10	626.63
9,994.39 (31st March 2018: 62,568) Units		
	100.10	626.63
Aggregate Value of Unquoted Investments	**100.10**	**626.63**

₹ in Lakh

13. TRADE RECEIVABLES- CURRENT	As at 31st March 2019	As at 31st March 2018
Trade Receivable Considered Good - Unsecured #	15,817.06	8,372.77
Trade Receivable - Credit Impaired #	-	1.83
	15,817.06	8,374.60
Less : Loss Allowance	-	1.83
	15,817.06	8,372.77
# Include Dues from Related Parties (Refer Note 50)	**14,843.13**	**8,023.57**

₹ in Lakh

14. CASH AND CASH EQUIVALENTS	As at 31st March 2019	As at 31st March 2018
Cash on Hand	0.15	0.93
Cheques, Drafts on Hand	-	31.28
Balances with Banks		
In Current Account	639.60	522.41
In Deposit Account	-	1,200.00
	639.75	**1,754.62**

₹ in Lakh

15. OTHER BANK BALANCES	As at 31st March 2019	As at 31st March 2018
Fixed Deposits with Banks*	8,594.34	9,233.75
	8,594.34	9,233.75
* Earmarked Amount	**1,780.14**	**1,426.85**

₹ in Lakh

16. LOANS- CURRENT	As at 31st March 2019	As at 31st March 2018
Unsecured, Considered Good		
Loan to Related Party	418.00	48.00
- Subsidiary - TKM Global Logistics Limited		
Security Deposits	13.57	13.57
Loan to Employees	20.49	17.02
	452.06	**78.59**

₹ in Lakh

17. OTHER FINANCIAL ASSETS- CURRENT	As at 31st March 2019	As at 31st March 2018
Unsecured, Considered Good		
Accrued Interest on Deposits	215.40	163.30
Contract Assets	22.33	-
	237.73	**163.30**

₹ in Lakh

18. OTHER CURRENT ASSETS	As at 31st March 2019	As at 31st March 2018
Balance with Government Authorities @	86.81	562.27
Prepaid Expenses #	257.68	235.09
Advance to Employees	5.30	7.47
Advance to Supplier/Service Providers #	7,916.18	3,172.95
	8,265.97	**3,977.78**
# Include Dues from Related Parties (Refer Note 50)	15.21	-

@ 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.

₹ in Lakh

19: EQUITY SHARE CAPITAL	As at 31st March 2019	As at 31st March 2018
Authorised		
1,90,00,000 Equity Shares of ₹ 10 each	1,900.00	1,900.00
[31st March 2018: 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 2018: 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 2019		As at 31st March 2018	
Equity Shares of 10/- each	No. of eq. shares (in Lakhs)	%age	No. of eq. shares (in Lakhs)	%age
Balance at the beginning of Year	180.00	1,800.00	180.00	1,800.00
Balance at end of the Year	180.00	1,800.00	180.00	1,800.00

ii. Terms and Rights attached to Equity Shares

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

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

	As at 31st March 2019		As at 31st March 2018	
	No. of eq. shares (in Lakhs)	%age	No. of eq. shares (in Lakhs)	%age
Tata Steel Limited	91.80	51.00	91.80	51.00
NYK Holding (Europe) B.V.	46.80	26.00	46.80	26.00
IQ Martrade Holding Und Management GmbH	41.40	23.00	41.40	23.00
	180.00	**100.00**	**180.00**	**100.00**

₹ in Lakh

20: OTHER EQUITY	As at 31st March 2019	As at 31st March 2018
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	7,279.62	7,532.58
Profit for the Year	3,873.59	1,360.32
Other Comprehensive Income for the Year - Remeasurement of Post Employment Defined Benefit Obligation, Net of Tax	11.85	11.55
Final Dividend on Equity Shares	(810.00)	(1,350.00)
Tax on Dividends on Above	-	(274.83)
Balance at the End of the Year	10,355.06	7,279.62
	18,071.82	**14,996.38**

₹ in Lakh

21: OTHER FINANCIAL LIABILITIES- NON CURRENT	As at 31st March 2019	As at 31st March 2018
Liability for Employee's Family Benefit Scheme	20.14	29.37
	20.14	**29.37**

₹ in Lakh

22. PROVISIONS- NON CURRENT	As at 31st March 2019	As at 31st March 2018
Provision for Employee Benefits (Refer Note 42)		
- Employee Seperation Scheme	795.41	923.65
- Post Retirement Medical Benefit Payable	30.92	32.49
- Director Pension Scheme Payable	193.35	178.51
- Provision for Compensated Absences	**564.78**	**574.62**
Replacement Obligation for Berth#12 at Haldia Port	966.40	804.57
	2,550.86	**2,513.84**

₹ in Lakh

23. TRADE PAYABLES- CURRENT	As at 31st March 2019	As at 31st March 2018
Creditors for Supplies and Services - Micro Enterprises and Small Enterprises	-	-
Creditors for Supplies and Services - Others #	6,464.93	3,981.20
Creditors for Accrued Wages and Salaries	549.56	573.32
	7,014.49	**4,554.52**
# Include dues to Related Parties (Refer Note 50)	**9.30**	**31.46**

₹ in Lakh

24. OTHER FINANCIAL LIABILITIES- CURRENT	As at 31st March 2019	As at 31st March 2018
Liability for Employee's Family Benefit Scheme	34.90	34.90
	34.90	**34.90**

₹ in Lakh

25. PROVISIONS- CURRENT	As at 31st March 2019	As at 31st March 2018
Provision for Employee Benefits (Refer Note 42)		
-Employee Seperation Scheme	188.46	189.34
-Provision for Gratuity	26.40	86.61
-Post Retirement Medical Benefit Payable	2.86	2.82
-Director Pension Scheme Payable	17.91	15.87
-Provision for Compensated Absences	22.65	24.00
Replacement Obligation for Berth#12 at Haldia Port	273.59	249.73
	531.87	**568.37**

₹ in Lakh

26. OTHER CURRENT LIABILITIES	For the Year ended 31st March 2019	For the Year ended 31st March 2018
Contract Liabilities #	14,242.08	9,274.61
Dues Payable to Goverment Authorities @	244.02	240.05
	14,486.10	9,514.66
# Include dues to Related Parties (Refer Note 50)	11,262.33	8,736.95

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

₹ in Lakh

27. REVENUE FROM OPERATIONS	For the Year ended 31st March 2019	For the Year ended 31st March 2018
Income from Port Related Services	27,217.19	17,008.64
Income from Special Train Freight Operation (SFTO)	10,224.28	6,131.96
	37,441.47	**23,140.60**

Management expects that 100% of the transaction price allocated to the unsatisfied contracts as of 31st March 2019 will be recognised as revenue during the next reporting period (₹ 63.74 Lakhs). There is no unsatisfied contracts as of 31 March 2018.

₹ in Lakh

28. OTHER INCOME	For the Year ended 31st March 2019	For the Year ended 31st March 2018
Dividend Income from Mutual Funds	7.37	28.16
Interest on Income Tax Refund	101.95	-
Interest Income from Financial Assets carried at Amortised Cost		
- Deposits	695.76	649.00
- Loan to Subsidiary	33.67	22.48
Dividend from Subsidiary	1,032.44	-
Profit on Sale of Investments	34.50	46.29
Profit on sale of Property, Plant and Equipments (Net)	6.03	-
Other Non Operating Income	42.75	70.29
Income from Insurance Claim	106.16	4.06
Income from Rental Services	46.42	58.09
Liabilities no longer required written back	118.18	329.80
	2,225.23	**1,208.17**

₹ in Lakh

29. OPERATING EXPENSES	For the Year ended 31st March 2019	For the Year ended 31st March 2018
Intraport Transportation including On Shore handling	1,299.92	967.91
Custom Clearance Charges	70.40	29.93
Stevedoring & Other Related Expenses	14,240.41	5,564.11
Equipment Assistance Charges	238.38	265.66
Railway Freight Charges	8,625.40	4,956.71
Royalty to Kolkata Port Trust - Haldia Dock Complex	1,047.96	884.60
	25,522.47	**12,668.92**

₹ in Lakh

30. EMPLOYEE BENEFIT EXPENSE	For the Year ended 31st March 2019	For the Year ended 31st March 2018
Salaries and Wages, including Bonus	2,659.04	2,758.65
Contribution to Provident and Other Funds	229.62	262.12
Staff Welfare Expenses	186.38	230.81
	3,075.04	**3,251.58**

₹ in Lakh

31. FINANCE COST	For the Year ended 31st March 2019	For the Year ended 31st March 2018
Unwinding of Discount	134.39	53.62
	134.39	**53.62**

₹ in Lakh

32. OTHER EXPENSES	For the Year ended 31st March 2019	For the Year ended 31st March 2018
Consumption of Stores and Spare Parts	610.29	399.66
Power & Fuel	113.24	113.70
Rent (including Plot Rent)	986.63	835.75
Repairs to Buildings	280.33	120.83
Repairs to Machinery	320.71	512.90
Repairs- Others	236.58	168.89
Insurance Charges	101.57	82.49
Rates and Taxes	48.91	35.75
Travelling Expenses	257.87	353.05
Lease Rent of Rakes-SFTO	1,020.15	621.75
Corporate Social Responsibility Expenditure	76.38	82.88
Replacement Obligation under SCA at Berth#12, Haldia	131.46	113.07
Security Charges	229.54	199.80
Loss on Sale of Property, Plant and Equipments (Net)	-	0.89
Provision for Doubtful Debts	-	1.83
Bad Debts Written off (Net of Adjustment of Provision for Doubtful Debts ₹ 1.83 lakhs (31.03.2018: Nil)	11.54	5.34
Professional & Consultancy charges	194.06	145.59
Payment to Auditors (Refer Note 32.1)	17.55	18.20
Miscellaneous Expenses	443.71	439.20
	5,080.52	**4,251.57**

32.1 Payment to Auditors

₹ in Lakh

	For the Year ended 31st March 2019	For the Year ended 31st March 2018
As Auditors		
- Audit Fee	8.44	7.10
- Tax Audit	2.84	2.84
- Other Matters (including Certification)	4.50	6.96
- Out of Pocket Expenses	1.77	1.30

32.2 CSR Expenditure

₹ in Lakh

	For the Year ended 31st March 2019	For the Year ended 31st March 2018
Contribution to Fund		
a) Gross amount required to be spent by the Company during the Year	75.91	78.61
b) Amount Spent during the Year :		
(i) Construction/Acquisition of an Asset	43.83	53.34
(ii) On Purposes other than (i) Above	32.55	29.54

33. CONTINGENCIES:

a. Contingent Liability

₹ in Lakh

Particulars	31st March 2019	31st March 2018
Claims against the company not acknowledged as Debts		
Service Tax	994.43	1,001.98
Income Tax	75.55	75.55
Kolkata Port Trust	1,706.06	1,694.99
Tariff Authority of Major Ports	10,768.56	9,720.08
Custom Duty	25.00	25.00

The details of material litigations are as described below:

Taxes and Other Claims

(a) Service Tax: ₹ **705.96 Lakhs** (31st March 2018: ₹ 705.96 Lakhs). The Service Tax Department has raised the demand for handling of export cargo and intra-port transportation for the FY 2001-02 to FY 2005-06 and the Company has filed writ petitions and obtained stay orders from Hon'ble High Court of Orissa. The matter is pending with Hon'ble High Court of Orissa.

(b) Kolkata Port Trust has claimed an amount of ₹ **1,280.02 Lakhs** (31st March 2018: ₹ 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 ₹ **9,288.42 Lakhs** (31st March 2018: ₹ 8,293.24 Lakhs) relating to the period from 1st April 2002 to 30th September 2007. The matter is pending to be heard by Hon'ble Calcutta High Court.

(d) Tariff Authority of Major Ports (TAMP) vide order dated 25.05.2011 has notified the revised rates of various port charges of Berth# 12, 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 ₹ **1,480.14 Lakhs** (31st March 2018: ₹ 1,426.85 Lakhs) with a scheduled bank till April, 2014.

b. The Company is in the process of evaluating the impact of the recent Supreme Court Judgment in case of "Vivekananda Vidyamandir And Others Vs The Regional Provident Fund Commissioner (II) West Bengal" and the related circular (Circular No. C-I/1(33)2019/ Vivekananda Vidya Mandir/284) dated March 20, 2019 issued by the Employees' Provident Fund Organisation in relation to non-exclusion of certain allowances from the definition of "basic wages" of the relevant employees for the purposes of determining contribution to provident fund under the Employees' Provident Funds & Miscellaneous Provisions Act, 1952. In the assessment of the management, the aforesaid matter is not likely to have a significant impact and accordingly, no provision has been made in these Financial Statements.

34. COMMITMENTS

(a) In terms of the Licence Agreement dated 29th January 2002 with Board of Trustees for the Port of Kolkata, the Company is required to invest in equipments and infrastructure in Berth #12 (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 2019, Company's investments in equipments and infrastructure aggregate to ₹ **2,580.00 Lakhs** (31st March 2018: ₹ 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: ₹ **244.45 Lakhs** (31st March 2018: ₹ 162.09 Lakhs).

35. LEASES

(a) Company as a leasee

The Company has cancellable operating lease arrangements for certain warehouse and office space. Terms of such lease include option for renewal on mutually agreed terms. There are no restrictions imposed by lease arrangements and there are no purchase options or contingent rents. Operating lease rentals (including sub-lease) for the period recognised in profit or loss amounts to ₹ **786.54 Lakhs** (31st March 2018 - ₹ 651.62 Lakhs).

₹ in Lakh

	As at 31st March 2019	As at 31st March 2018
Within One Year	2,014.34	933.66
Later than One Year but not Later than Five Years	6,732.22	2,987.59
Later than Five Years	2,383.15	1,780.43
	11,129.71	**5,701.68**

The lease expenses recognised during the year in this regard amounts to ₹ **1,220.24 Lakhs** (31st March 2018 - ₹ 805.88 Lakhs).

(b) Company as a Lessor

The Company has leased out an office premise on operating lease. The lease term is for 5 years and thereafter renewable. There is escalation clause in the lease agreement and the lease is cancellable. The rent is not based on any contingencies and there are no restrictions imposed by lease arrangement. Lease payments received during the year ended 31st March 2019 (recognised as Income from Rental Services in Note 28) is ₹ **46.42 lakhs** (31st March 2018: ₹ 58.09 lakhs).

36. 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 are no amounts due to them as at the end of the period. The Company has not paid any interest during the period in terms of Sec 16 of The Micro, Small and Medium Enterprise Development Act,2006.

37. 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 Lakh

As at 31st March 2019	Total Revenue	Timing of Recognition	
		At a Point in Time	Over Time
Port Operations			
- Within India	26,514.00	26,514.00	-
- Outside India	703.19	703.19	-
SFTO			
- Within India	10,224.28	-	10,224.28
- Outside India	-	-	-
	37,441.47	**27,217.19**	**10,224.28**

₹ in Lakh

As at 31st March 2018	Total Revenue	Timing of Recognition	
		At a Point in Time	Over Time
Port Operations			
- Within India	16,538.22	16,538.22	-
- Outside India	470.42	470.42	-
SFTO			
- Within India	6,131.96	-	6,131.96
- Outside India	-	-	-
	23,140.60	**17,008.64**	**6,131.96**

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

(iii). ₹ in Lakh

Details of Major Customers Accounting for more than 10% of Revenue from External Customers:	For the Year ended 31st March 2019	For the Year ended 31st March 2018
Tata Steel Limited	32,632.78	30,481.50

38 CHANGE IN ACCOUNTING POLICY - REVENUE FROM CONTRACTS WITH CUSTOMERS

This note explains the impact of the adoption of Ind AS 115 'Revenue from Contracts with Customers' on the Company's financial statements.

Impact on the financial statements

The Company has adopted Ind AS 115 'Revenue from Contracts with Customers' from 1st April 2018 which resulted in changes in accounting policies. In accordance with the transition provisions in Ind AS 115, the Company has adopted the new rules retrospectively. As a result of the changes in the entity's accounting policies, comparative information for prior periods need to be restated. However, there is no impact of such changes in accounting policies on the financial statements of prior periods and accordingly, no adjustments have been made to the originally presented comparative information for prior periods.

39 The Company had rolled out Early Separation Scheme effective 1st July 2017 for its unionised employees of port operations at Haldia & Paradip. The said scheme was rolled out to all unionised employees with some pre-condition with regard to age, number of years in service, etc. Accordingly, management had accepted the admission of 20 employees into the scheme in the financial year ending 31st Match 2018. The present value of total outflow of the scheme as at 31st March 2018 was shown under 'Exceptional Items' in the Statement of Profit and Loss Account for the year then ended. The corresponding liability of ₹ 795.41 lakhs (31st March 2018: ₹ 923.65 lakhs) is appearing as Provision-Non Current and ₹ 188.46 lakhs (31st March 2018: 189.34 lakhs) is appearing as Provision-Current in Balance sheet.

₹ in Lakh

40. EARNINGS PER SHARE (EPS) :	For the Year ended 31st March 2019	For the Year ended 31st March 2018
(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)	3,873.59	1,360.32
(vi) Basic Earnings per Equity Share (₹) [(v)/(iii)]	21.52	7.56
(B) Diluted		
(i) Dilutive Potential Equity Shares	-	-
(ii) Earnings per Equity Share (₹) [Same as (A)(vi) above]	**21.52**	**7.56**

41 The Board of Directors have recommended a final dividend of ₹ 7.00 per share (31st March 2018: ₹ 4.50 per share). The proposed dividend is subject to the approval of shareholders in the ensuing Annual General Meeting.

42. Employee Benefits

(a) Defined Contribution Plans

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

The Company has recognised expenses under defined benefit contributions in Statement of Profit and Loss, as below:

₹ in Lakh

	For the Year ended 31st March 2019	For the Year ended 31st March 2018
Superannuation Fund	**57.35**	**61.25**
Tata Employees' Pension Scheme	5.99	9.00
Total	**63.34**	**70.25**

(b) Defined Benefits Plans

i. Funded

a. Provident Fund

b. Post Retirement Gratuity

ii. Unfunded:

a. Director Pension Scheme

b. Post Retirement Medical Benefit Scheme

Provident Fund

The Company provides Provident Fund benefit to its employees. The contributions towards Provident fund upto May, 2009 were paid to the trust administered by the Government. The Company has got exemption under Section 17 of the Employees' Provident Fund and Miscellaneous Provisions Act, 1952 from the Central Govt., Ministry of Labour and Employment for setting up of an exempted Provident Fund Trust w.e.f. 30th March, 2009. Accordingly, the Company has been contributing 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 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 Trusts set up by the Company are treated as defined benefit plans. 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 NIL (31st March 2018 - ₹ 4.31 Lakhs) has been provided towards future anticipated shortfall with regard to interest rate obligation of the Company as at the Balance Sheet date.

₹ in Lakh

Principal Actuarial Assumptions	31st March 2019	31st March 2018
Discount Rate	**7.50%**	**7.50%**
Expected Return on Exempted Fund	8.75%	8.55% - 8.75%
Expected Guranteed Interest Rate	**8.65%**	**8.55%**

The Company has recognised expenses under defined benefit plan in Statement of Profit and Loss, as below:

₹ in Lakh

Nature of Benefits	For the Year ended 31st March 2019	For the Year ended 31st March 2018
Provident Fund	104.65	125.27

Post Retirement Gratuity

The Company provides Gratuity Benefits to its employees. Gratuity liabilities are funded through a separate trust managed by Tata Steel Limited. The present value of these defined benefit obligations are ascertained by an independent actuarial valuation as per the requirement of Indian Accounting Standards 19 - Employee Benefits. The liability recognised in the balance sheet is the present value of the defined benefit obligations on the balance sheet date less the fair value of the plan assets (for funded plans), together with adjustments for unrecognised past service costs. All actuarial gains and losses are recognised in Statement of Profit and Loss in full in the year in which they occur.

These plans typically expose the Company to acturial risks such as investment risk, interest rate risk, longevity risk and salary risk.

Discount Rate Risk	The Company is exposed to the risk of falling discount rate.A fall in discount rate will eventually increase the ultimate cost of providing the above benefit thereby increasing the value of liability.
Demographic Risk	The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality and attrition rates of plan participants.An increase in life expectancy or service term of the plan participants will increase the plan's liability.
Salary Growth Risk	The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

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

₹ in Lakh

Description	31st March 2019	31st March 2018
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	879.87	1,087.74
b. Current Service Cost	54.80	69.56
c. Interest Expenses	62.99	65.38
d. Curtailment (Credit)/ Cost	-	(21.30)
e. Remeasurement Losses		
Actuarial Gain arising from Changes in Experience Adjustments	(22.55)	(12.94)
Actuarial Gain arising from Changes in Financial Assumptions	-	(39.55)
f. Benefits Paid	(80.10)	(307.59)
g. Acquisitions	3.06	38.57
h. Present Value of Obligation at the End of the Year	898.06	879.87
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	793.26	1,082.28
b. Acquisition Adjustments	-	-
c. Interest Income	59.74	65.18
d. Contributions from Employer	86.62	5.46
e. Return on Plan Assets, excluding Amounts included in Interest Income Above	12.16	(52.07)
f. Benefits Paid	(80.10)	(307.59)
g. Fair Value of Plan Assets at the End of the Year	871.68	793.26
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	898.06	879.87
b. Fair Value of Plan Assets at the End of the Year	871.68	793.26
c. Liabilities Recognized in the Balance Sheet	26.40	86.61

Description	31st March 2019	31st March 2018
Provision for Employee Benefit - Current (Refer Note 25)	26.40	86.61
4. Expense Recognized in the Statement of Profit and Loss during the Year		
a. Service Cost		
- Current Service Cost	54.80	69.56
b. Curtailment Cost / (Credit)	-	(21.30)
c. Net Interest Cost	3.25	0.19
Total Expense Recognized during the Year in the Statement of Profit and Loss	58.05	48.45
5. Expense Recognised in Other Comprehensive Income		
a. Actuarial Gain due to DBO Experience	(22.55)	(12.94)
b. Actuarial Gain due to DBO Assumption Changes	-	(39.55)
c. Actuarial Gain arising during the Year (a + b)	(22.55)	(52.49)
d. Return on Plan Assets, excluding Amounts included in Interest Income Above	(12.16)	52.07
Total Income Recognised in Other Comprehensive Income (c + d)	(34.71)	(0.42)
6. Category of Plan Assets:		
Funded Managed by Tata Steel Limited	871.68	793.26
7. Maturity Profile of Defined Benefit Obligation		
a. Within 1 Year	64.30	63.37
b. 1-5 Years	215.84	159.71
c. More than 5 Years	779.91	3,972.24
8. Assumptions		
a. Discount Rate (per annum)	7.50%	7.50%
b. Rate of Escalation in Salary (per annum)	9.00%	9.00%

Assumption regarding future mortality experience are based on mortality tables of Indian Assured Lives Mortality (2006-2008) published by the Institute of Actuaries of India

₹ in Lakh

	31st March 2019 Amount invested in %	31st March 2018 Amount invested in %
9. Investment Details		
a. Government of India Securities	8.16%	8.41%
b. Public Sector unit Bonds	0.44%	2.34%
c. State / Central Government Guarenteed Securities	7.09%	6.66%
d. Private Sector unit Bonds	6.97%	6.36%
e. Others (including bank balances)	77.34%	76.20%

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 Lakh

Effect of change in	FY 2018-19		FY 2017-18	
	Discount Rate	Salary Escalation	Discount Rate	Salary Escalation
Increase by 1%				
(i) Aggregate Service and Interest Cost	(71.89)	80.27	(72.28)	81.10
(ii) Closing Balance of Obligation	826.17	978.33	807.59	960.97
Decrease by 1%				
(i) Aggregate Service and Interest Cost	82.22	(71.62)	82.87	(72.16)
(ii) Closing Balance of Obligation	980.28	826.44	962.74	807.71

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 Company expects to contribute ₹ **26.40 Lakhs** (31st March 2018 - ₹ 54.80 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 2019 is 9 years (31st March 2018 – 9 years).

₹ in Lakh

Effect of change in	For the year ended 31st March 2019		For the year ended 31st March 2018	
	Medical	Ex- MD Pension	Medical	Ex- MD Pension
1. Reconciliation of Opening and Closing Balances of Obligation				
a. Opening Defined Benefit Obligation	35.31	194.38	38.12	211.55
b. Interest Cost	2.61	13.89	2.57	14.22
c. Remeasurement (Gain)/Loss:				
(i) Actuarial Gain/ Loss Arising from Changes in Financial Assumptions	-	-	(1.34)	(7.38)
(ii) Actuarial Gains/ Loss Arising from Experience Adjustments	(3.16)	21.37	(1.35)	(7.20)
d. Benefits Paid	(0.98)	(18.38)	(2.69)	(16.81)
Closing Defined Benefit Obligation	33.78	211.26	35.31	194.38
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	33.78	211.26	35.31	194.38
c. Amount Recognised in the Balance Sheet				
(i) Retirement Benefit Liability - Current	2.86	17.91	2.82	15.87
(ii) Retirement Benefit Liability - Non Current	30.92	193.35	32.49	178.51
3. Amounts Recognised in the Statement of Profit and Loss in respect of these Defined Benefit Plans are as follows:				
a. Service Cost	-	-	-	-
b. Net Interest Expenses	2.61	13.89	2.57	14.22
Components of Defined Benefit Costs Recognised in Statement of Profit and Loss	2.61	13.89	2.57	14.22
c. Remeasurement on the Net Defined Benefit Liability:				
(i) Actuarial Gains/ Loss Arising from Changes in Financial Assumptions	-	-	(1.34)	(7.38)
(ii) Actuarial Gains/ Loss Arising from Experience Adjustments	(3.16)	21.37	(1.35)	(7.20)
Components of Defined Benefit Costs recorded in Other Comprehensive Income	(3.16)	21.37	(2.69)	(14.58)
Total	**(0.55)**	**35.26**	**(0.12)**	**(0.36)**
4. The Principal Assumptions used for the Purpose of the Acturial Valuations were as follows:				
a. Discount Rate (Per Annum)	**7.50%**	**7.50%**	**7.50%**	**7.50%**
b. Medical Inflation (Per Annum)	**6.00%**	**NA**	**6.00%**	**NA**
5. Experience on Acturial Gain/Loss for Benefit Obligations:				
Present Value of Defined Benefit Obligations	33.78	211.26	35.31	194.38
Experience Gain / (Loss) Adjustments on Plan Liabilities	(3.16)	21.37	(1.35)	(7.20)

6. Actuarial assumptions for the determination of the defined obligation (post retirement medical benefit scheme) are discount rate and expected medical inflation. 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	31st March 2019		31st March 2018	
	Discount Rate	Medical Inflation	Discount Rate	Medical Inflation
Increase by 1%				
(i) Aggregate Service and Interest Cost	(2.31)	2.63	(2.46)	2.82
(ii) Closing Balance of Obligation	31.47	36.41	32.85	38.13
Decrease by 1%				
(i) Aggregate Service and Interest Cost	2.61	(2.36)	2.80	(2.53)
(ii) Closing Balance of Obligation	36.39	31.42	38.11	32.78

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

(c) Leave Obligations

The Company provides for accumulation of leave by certain categories of its employees.These employees can carry forward a portion of the unutilised leave balances and utilise it in future periods or receive cash (only in case of earned leave) in lieu thereof as per the Company's policy. The Company records a provision for leave obligations in the period in which the employee renders the services that increases this entitlement. The total provision recorded by the Company towards this obligation was ₹ 587.43 Lakhs and ₹ 598.62 Lakhs as at 31st March 2019 and 31st March 2018 respectively. Some portion of the provision is presented as current, since the Company does not have an unconditional right to defer settlement for any of these obligations. However, based on past experience, the Company does not expect all employees to take the full amount of accrued leave or require payment within the next 12 months.

43 (a) TM International Logistics Limited (TMILL / Licensee) signed a service concession agreement with 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 #12) at Haldia Port on lease from the Kolkata Port Trust – Haldia Dock Complex (KoPT-HDC) for a period of 30 years ending on 28th January 2032. Further in Dec 2006 and Sep 2006, TMILL took a plot from KoPT on lease, measuring 54,000 square meter and 9,000 square meter respectively, for the purpose of storing Cargos and to develop a railway siding for cargo handled at Berth #12. 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#12 as per the terms and conditions of service concession agreement.

(ii) TMILL shall provide the cargo handling services at Berth#12 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#12 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#12. On the transfer date, the Licensor shall pay to the license the compensation/terminal value, as the case may be, in accordance with the license agreement.
(v) The licensor may extend the license period beyond 30 years as per the provision of the concession agreement. As per the provision of agreement, the Licensor and Licensee are entitled to terminate the license agreement either on account of force major event or on account of event of default.

(d) There had been no changes in the arrangement during the year.

(e) The service concession agreement have been classified as Intangibles Assets.

(f) Intangible Assets include Upfront Fees paid to Kolkata Port Trust – Haldia Dock Complex towards securing the right to operate Berth No. 12 (situated at Haldia) for a period of 30 years and which is being amortised on straight line basis over the lease period.

44. INCOME TAX RECONCILIATION

₹ in Lakh

INCOME TAX EXPENSE	For the Year ended 31st March 2019	For the Year ended 31st March 2018
A. Tax Expense Recognised in Profit or Loss		
Current Tax on Profits for the Year	1,277.84	1,086.29
Adjustment for Current Tax of Earlier Years	(12.11)	-
	1,265.73	**1,086.29**
Deferred Tax	128.99	21.52
Origination and Reversal of Timing Differences		
Income Tax Expense	128.99	21.52
B. Tax on Other Comprehensive Income		
Current Tax	4.87	6.12
-Remeasurements on Post-employment Defined Benefit Plans		
	4.87	6.12

The Income Tax Expense for the Year can be Reconciled to the Accounting Profit as follows:

₹ in Lakh

INCOME TAX EXPENSE	For the Year ended 31st March 2019	For the Year ended 31st March 2018
Profit Before Tax for the Year	5,268.31	2,468.13
Income Tax Expense Calculated at 29.12 % (2017-18: 34.608 %)	1,534.13	854.17
Effect of Income Exempt from Income Taxes	(2.16)	(9.75)
Effect of Expenses that are not Deductible in Determining Taxable Profit	22.10	37.97
Impact of Special Income- Dividend Received from Subsidiary	(120.26)	-
Effect on Deferred Tax Balances due to Change in Income Tax Rate	-	246.92
Effect of Other Items	(26.98)	(21.50)
	1,406.83	1,107.81
Adjustment for Current Tax of Earlier Years	(12.11)	-
Income Tax Expense for the Year	**1,394.72**	**1,107.81**

The tax rate used for the year ended 31st March 2019 and 31st March 2018 in the reconciliations above is the applicable corporate tax rate plus cess and surcharge payable by corporate entities in India on taxable profits under the Indian tax law.

45.

Deferred Tax (Liability)/ Asset (Net)	As at 1st April 2017	(Charge)/ Credit for the Year	As at 1st April 2018	(Charge)/ Credit for the Year	As at 31st March 2019
Deferred Tax Liabilities					
Property Plant & Equipment and Intangible Assets	(324.65)	324.65	-	-	-
	(324.65)	**324.65**	**-**	**-**	**-**
Deferred Tax Assets					
Property Plant & Equipment and Intangible Assets	-	495.63	495.63	198.30	297.33
Items Allowable for Tax Purpose on Payment/ Adjustment	255.83	(81.51)	174.32	(3.26)	171.06
Replacement Obligation for Berth#12 at Haldia Port	1,390.29	(1,083.27)	307.02	54.07	361.09
Employees' Early Separation Scheme (ESS)	-	324.10	324.10	14.05	338.15
Others	10.23	(1.12)	9.11	4.45	13.56
	1,656.35	**(346.17)**	**1,310.18**	**(128.99)**	**1,181.19**
Deferred Tax (Charge)/ Credit		**(21.52)**		**(128.99)**	
Deferred Tax (Liability)/ Asset (Net)	**1,331.70**	**-**	**1,310.18**	**-**	**1,181.19**

46. FAIR VALUE MEASUREMENTS

(a) Instruments by Category

The following table presents carrying amount and fair value of each category of financial assets and liabilities as at the year end:

₹ in Lakhs

	Note No.	31st March 2019	31st March 2018
Financial Assets			
Assets Carried at Fair Value through Profit or Loss			
Security Deposit	7	52.06	68.86
Investments in Mutual Fund	12	100.10	626.63
Assets Carried at Amortised Cost			
Loans (except Security Deposits carried at FVTPL)	7, 16	858.13	542.18
Other Financial Assets	8, 17	320.89	172.27
Trade Receivables	13	15,817.06	8,372.77
Cash and Cash Equivalents	14	639.74	1,754.62
Other Bank Balances	15	8,594.34	9,233.75
Total Financial Assets		**26,382.31**	**20,771.08**
Financial Liabilities			
Liabilities Carried at Amortised Cost			
Trade Payables	23	7,014.49	4,554.52
Other Financial Liabilities	21, 24	55.04	64.27
Total Financial Liabilities		**7,069.53**	**4,618.79**

(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 2019.

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 Company 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 fnancial assets (current), trade payables and other fnancial liabilities (current), approximate to their carrying amounts largely due to the short-term maturities of these instruments.

Further, management also assessed the carrying amount of certain loans given at fixed rate which are a reasonable approximation of their fair values and the difference between the carrying amounts and the fair value is not expected to be significant.

(c) Fair Value Hierarchy

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are recognised and measured at fair value. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classifed its fnancial instruments into three levels prescribed under the accounting standard. An explanation of each level follows below.

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices. This includes mutual funds. The mutual funds are valued using the closing Net Asset Value.

Level 2: The fair value of financial instruments that are not traded in an active market (for example, over-the counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

₹ in Lakh

Effect of change in	31st March, 2019	31st March, 2019	31st March, 2018	31st March, 2018
	Level 1	Level 3	Level 1	Level 3
Recognised and Measured at Fair Value - Recurring Measurements				
Financial Assets				
Investments				
Mutual Funds - Daily Dividend	100.10	-	626.63	-
Security Deposits	-	52.06	-	68.86
	100.10	**52.06**	**626.63**	**68.86**

47 FINANCIAL RISK MANAGEMENT

The Company's activities expose it to credit risk, liquidity risk and market risk. The Company's senior management oversees the management of above risks. The senior executives working to manage the financial risks are accountable to the Audit Committee and the Board of Directors. This process provides assurance to the Company's senior management that the Company's financial risks-taking activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and the Company's risk appetite.

This Note explains the sources of risk which the entity is exposed to and how the entity manages the risk. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below:

(a) Credit Risk:

Credit risk refers to the risk of default on its obligation by the counterparty resulting in a financial loss. The Company is exposed to credit risk from its operating activities (primarily Trade Receivables) and from its investing activities (primarily Term Deposits with Banks and Investments in Mutual Funds)

Trade Receivables

Trade receivables are typically unsecured and are derived from revenue earned from customers. Customer credit risk is managed centrally and is subject to the Company's policy and procedures which involve credit approvals, establishing credit limits and continuously monitoring the credit worthiness of customers to which the Company grants credit terms in the normal course of business. Outstanding customer receivables are regularly monitored. The Company uses expected credit loss model to assess the impairment loss. The Company uses a provision matrix to compute the expected credit loss allowance for trade receivables. The provision matrix takes into account available external and internal credit risk factors and the Company's historical experience with customers. Total revenue from Tata Steel Limited is ₹ **32,632.78 Lakhs** (31st March 2018: ₹ 30,481.50 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 of 31st March 2019 and 31st March 2018 is the carrying amounts as disclosed in Note 46.

Financial Assets that are Neither Past Due Nor Impaired

None of the Company's cash equivalents with banks, loans and investments were past due or impaired as at 31st March 2019 and 31st March 2018. Of the total trade receivables, ₹ 10,200.35 Lakhs as at 31st March 2019 and ₹ 7,230.10 Lakhs as at 31st March 2018 consisted of customer balances that were neither past due nor impaired.

Financial Assets that are Past Due but Not Impaired

The Company's credit period for customers generally ranges from 0 - 45 days. The ageing of trade receivables that are past due but not impaired (net of provisions/allowances) is given below:

₹ in Lakh

Period (in days)	31st March 2019	31st March 2018
1-90	4,933.35	776.87
91-180	554.26	203.96
More than 180	129.10	161.84
	5,616.71	**1,142.67**

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 Lakh

Reconciliation of Loss Allowance Provision - Trade receivables	As at 31st March 2019	As at 31st March 2018
Opening Balance	1.83	-
Loss Allowance made during the Year	-	1.83
Bad Debts during the year adjusted with Provisions	1.83	-
Closing Balance	**-**	1.83

(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 Lakh

	As at 31st March 2019				
	Upto 1 Year	1 Year to 3 Years	3 Years to 5 Years	More than 5 Years	Total
Trade Payables	7,014.49	-	-	-	7,014.49
Other Financial Liabilities	8.75	14.79	3.12	28.38	55.04
	7,023.24	**14.79**	**3.12**	**28.38**	**7,069.53**

₹ in Lakh

	As at 31st March 2018				
	Upto 1 Year	1 Year to 3 Years	3 Years to 5 Years	More than 5 Years	Total
Trade Payables	4,554.52	-	-	-	4,554.52
Other Financial Liabilities	8.75	17.32	7.78	30.42	64.27
	4,563.27	**17.32**	**7.78**	**30.42**	**4,618.79**

(c) Market Risk

i) Foreign Currency Exchange Rate Risk:

Foreign currency risk is the risk that the fair value of the future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company transacts business in local currency. Accordingly, the Company does not have any exposure to Foreign Currency Risk at the end of the reporting period.

ii) Interest Rate Risk :

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company do not have any interest bearing financial liabilities. The Company's interest earning financial assets are loan given to subsidiary and term deposits with banks, which are fixed rate interest bearing investments and accordingly, the Company is not significantly exposed to interest rate risk.

(d) Securities Price Risk

Securities price risk is the risk that the fair value of a financial instrument will fluctuate due to changes in market traded prices. The Company invests its surplus funds in various debt instruments, which mainly comprises liquid schemes of mutual funds. Mutual fund investments are susceptible to market price risk, mainly arising from changes in the interest rates or market yields which may impact the return and value of such investments.

Securities Price Risk Exposure

The Company's exposure to securities price risk arises from investments in mutual funds held by the Company and classified in the Balance Sheet as fair value through profit or loss, as disclosed in Note 46.

48 CAPITAL MANAGEMENT

The Company's objectives when managing capital are to

- safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- maintain an optimal capital structure to reduce the cost of capital.

The Company determines the amount of capital required on the basis of annual business plan also taking into consideration any long term strategic investment and expansion plans. The funding needs are met through equity and cash generated from operations.

49. LIST OF RELATED PARTIES AND RELATIONSHIP

(a) Entities with Joint Control of or Significant influence over the Company:

Name	Type	Place of Incorporation
Tata Steel Limited	Joint Venturer	India
IQ Martrade Holding and Management GmbH	Joint Venturer	Germany
NYK Holding (Europe) B.V.	Joint Venturer	Netherland

(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 GmbH	Wholly Owned Subsidiary of TKM Global Logistics Limited	Germany
TKM Global Logistics Limited	Wholly Owned Subsidiary	India
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.

(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 Sponge Iron Limited
The Tinplate Company of India Limited
Tata Steel BSL Limited
TS Global Procurement Company Pte Ltd.
Tata Steel Processing and Distribution Limited

(e) Key Managerial Personnel of the Company

Name	Relationship
Mr. R N Murthy (till 30th June 2017)	Managing Director
Mr. Ashish Kumar Gupta (till 1st May 2017)	Executive Director
Mr. Ashish Kumar Gupta (w.e.f 1st July 2017)	Managing Director
Mr. Dipak Kumar Banerjee	Independent Director
Mr. Sabyasachi Hajara (till 10th April 2018)	Independent Director
Mr. Virendra Sinha (w.e.f From 24th July 2018)	Independent Director
Mr. Dinesh Shastri (w.e.f 2nd February 2018)	Non-Executive Director
Captain Vivek Singh Anand (w.e.f 19th February 2018)	Non-Executive Director
Mr. Shinichi Yanagisawa (w.e.f 15th March 2018)	Non-Executive Director
Mr. Shingo Mizoguchi (till 13th March 2018)	Non-Executive Director
Mr. Koichi Uragami (till 12th February 2018)	Non-Executive Director
Mr. Sandipan Chakravortty	Non-Executive Director
Mr. Peeyush Gupta	Non-Executive Director
Mr. Sandeep Bhattacharya	Non-Executive Director
Mr. Guenther Hahn	Non-Executive Director

(f) Others with which Transactions have taken place during the Current/ Previous Year

Name	Relationship
'TM International Logistics Limited Employees' Provident Fund'.	Post Employment Benefit Plan of the Company

50. Particulars of Transactions with Related Parties during the Year and Balances Outstanding at Year-end

₹ in Lakh

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	**32,632.78**	**1,621.32**	**63.53**	**139.06**	**34,456.69**
	(30,481.50)	(1,118.94)	(83.63)	(72.89)	(31,756.96)
Receiving of Services	330.91	-	307.54	-	638.45
	(424.70)	-	(202.33)	-	(627.03)
Interest Income	-	-	33.67	-	33.67
	-	-	(22.48)	-	(22.48)
Loans given	-	-	870.00	-	870.00
	-	-	-	-	-
Dividend Received	-	-	1,032.44	-	1,032.44
	-	-	-	-	-
Repayment of Loan Given	**-**	**-**	**548.00**	**-**	**548.00**
	-	-	(48.00)	-	(48.00)
Recovery of Expenses	**22,179.35**	**1,617.94**	**406.92**	**7,563.12**	**31,767.33**
	(19,523.12)	(960.37)	(397.97)	(4,570.66)	(25,452.12)
Reimbursement of Expenses	**-**	**-**	**114.33**	**-**	**114.33**
	-	-	(13.84)	-	(13.84)
Rental Income	**-**	**-**	**46.42**	**-**	**46.42**
	-	-	(58.09)	-	(58.09)
Dividend Paid	**810.00**	**-**	**-**	**-**	**810.00**
	(1,350.00)	-	-	-	(1,350.00)
Balance Outstanding at 31st March 2019	-	-	-	-	-
Trade Receivables	**14,277.17**	**439.40**	**22.80**	**103.76**	**14,843.13**
	(7,674.23)	(119.38)	(158.90)	(71.06)	(8,023.57)
Loans	**-**	**-**	**506.00**	**-**	**506.00**
	-	-	(184.00)	-	(184.00)
Advance to Supplier/Service Provider	-	-	10.37	-	10.37
	-	-	-	-	-
Trade Payables	**9.30**	**-**	**-**	**-**	**9.30**
	(0.65)	-	(30.81)	-	(31.46)
Security Deposit Given	0.81	-	52.07	-	52.88
	(0.81)	-	(68.86)	-	(69.67)
Contract Liabilities	**9,845.35**	**325.51**	**139.19**	**952.28**	**11,262.33**
	(8,138.00)	(319.87)	(33.16)	(245.92)	(8,736.95)
Prepaid Expenses	**-**	**-**	**16.14**	**-**	**16.14**
	-	-	-	-	-

Figures in bracket represents transactions with related parties during year ended 31st March 2018 and balances as at 31st March 2018

Post Employment Benefit Plans

₹ in Lakh

Particulars	For the Year ended 31st March 2019	For the Year ended 31st March 2018
Contribution towards Provident Fund	104.65	125.27

Transactions with Key Management Personnel

₹ in Lakh

Particulars	For the Year ended 31st March 2019	For the Year ended 31st March 2018
Remuneration to Key Management Personnel		
Short-term Benefits	141.40	129.85
Post-employment Benefits	6.23	18.47
Other Long- term Benefits	20.74	7.53
Balance Outstanding at Year-end		
Commission Payable to Key Management Personnel	15.00	17.08

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

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

For and on behalf of the Board of Directors

Pinaki Chowdhury
Partner
Membership Number 057572

Ashish Kr Gupta
Managing Director
DIN: 07808012

Sandipan Chakravortty
Chairman
DIN: 00053550

Place: Kolkata
Date: April 16, 2019

Jyoti Purohit
Company Secretary

Anand Chand
Chief Financial Officer

TKM Global Logistics Limited

CORPORATE INFORMATION

(As on 16th April, 2019)

Board of Directors

Chairman
Mr. Ashish Kumar Gupta

Directors
Mr. Amar Patnaik
Mr. Dipak Kumar Banerjee
Mr. Anand Chand

Registered Office:
Tata Centre
14th Floor
43, Jawaharlal Nehru Road
Kolkata – 700 071

Tel: 91-33-22887051
Fax: 91-33-22886342

Corporate Office :
Unit No. 711, 7th floor
Diamond Heritage
16, Strand Road
Kolkata – 700 001.

Management Team
Mr. Anurag Garg
VP (Marketing, Sales & BD)

Mr. Manish Agarwal
National Head – Freight Forwarding

Mr. Pranab Roy Chowdhury
Head Finance & Accounts

Ms. Malini Sengupta
Head – HR, IR & Administration

Statutory Auditors
Price Waterhouse & Co. Chartered Accountant LLP
Kolkata

Bankers
Citi Bank
Standard Chartered Bank
HDFC Bank
ICICI Bank

Corporate Identification Number (CIN)
U51109WB1991PLC051941

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 have pleasure in presenting the 28th Annual Report and the Audited Statement of Accounts for the year ended 31st March, 2019.

FINANCIAL HIGHLIGHTS

(₹ in millions)

Sl. No.	Particulars	2018-19	2017-18
(a)	Total Income	794.16	492.72
(b)	Less: Operating and Administrative Expenses	746.94	500.53
(c)	Profit before interest, depreciation and taxes	47.22	(7.81)
(d)	Less: Depreciation	3.09	2.73
(e)	Less: Interest	4.27	2.25
(f)	**Profit before taxes (PBT)**	**39.86**	**(12.79)**
(g)	Less: taxes (including deferred taxes)	(4.79)	(1.95)
(h)	**Profit after taxes (PAT)**	**35.07**	**(10.84)**

DIVIDEND

The Board of Directors in their meeting held on 11th April, 2019, had recommended a dividend @ Rs. 35/- per equity share on 36,00,000 equity shares of Rs. 10 each amounting to Rs. 12,60,00,000/- (Rupees Twelve crores and Sixty lakhs only), for the year ended 31st March, 2019.

OPERATIONAL OVERVIEW

During the year, in the freight forwarding business, the Company achieved air imports volumes of 856 MT as against 533 MT in FY 17-18. This 60% rise is on account of new business. Air exports showed a decline of 26% i.e; from 427 MT to 315 MT as compared to previous year as the anticipated export volumes from Tata International have declined.

Sea Exports were 24% more than that of last year due to increase exports from FAMD Division of Tata Steel. Sea import volumes was 114% more than last year due to new business of Soda Ash imports from Turkey for Non-Tata customers.

As a part of sustainable growth, freight forwarding professionals were hired from market to strengthen the team. Strategies were implemented to regain lost accounts and to increase share of business with existing customers.

As a way forward for FF division, the Company plans to have a focused customer base in west and east with import nomination in both the zones. It also plans to review the overheads and rationalize cost in order to remain competitive in business in Mumbai office and Satellite Offices.

The freight forwarding business of the Company registered a revenue of Rs.708.10 Mn as against last year's revenue of Rs 461.25 Mn.

PUBLIC DEPOSITS

The Company has not accepted or renewed any deposit from the public during the year under report.

EMPLOYEE RELATIONS

The Company continued to maintain cordial Industrial Relations and adhered to all time-lines related to HR legal compliances. The operations of Indore and Dewas were merged and the same is now taken care of at a single point. A formal platform of 'Skillport' was rolled out as an alternate mode of learning to traditional classroom-based training. The Company also introduced revised Leave Policies like introduction of adoption, relocation, convocation leaves as a focused approach to create work life balance and also attract millennial workforce. Apart from the above activities, HR department continued to focus on strengthening of the Performance Management System for the TMILL Group, working towards a competitive Reward and Compensation structure, activities around comprehensive employee wellness activities and increased workforce engagement.

BOARD OF DIRECTORS

a. Composition

The Board comprises 4 (Four) Directors, out of which 1 (one) is Independent Non-executive Director and 3 (Three) are Non-Independent Non-Executive Directors.

During the year under review, Mr. Virendra Sinha-Independent Director, resigned from the Board w.e.f 13th August, 2018.

As on 31st March, 2019, Mr. Ashish Kumar Gupta, Mr. Amar Patnaik, Mr. Anand Chand and Mr. Dipak Kumar Banerjee continued to be the Directors on the Board of the Company.

b. Directors to retire by rotation

In accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the Company, Mr. Ashish Kumar Gupta – Chairman retired by rotation and being eligible has offered himself for re-appointment. The Board has at its meeting held on 8th April, 2019 recommended his re-appointment.

None of the Directors of your Company are disqualified under Section 164(2) of the Companies Act, 2013.

Appropriate resolutions seeking members' approval to the aforesaid appointments are appearing in the Notice convening the 28th Annual General Meeting of the Company.

c. 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, a wholly owned Subsidiary Company is exempted from mandatorily appointing an Independent Director in its Board.

As TKM Global Logistics Limited is a wholly owned subsidiary of TM International Logistics Limited, it is exempted from having an Independent Director as a member of its Board. However as a good Corporate Governance practice, the Company has one Independent Director on its Board.

COMMITTEES OF THE BOARD OF DIRECTORS

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. The details of the Committees, as required to be formed as per the applicable sections of the Companies Act are as follows:

a. Audit Committee

As on 31st March, 2019, the Audit Committee comprised of 3 (three) Non-Executive Directors, 1 (one) of whom was an Independent Director. The names of the members of the Audit Committee along with the meetings held are provided as an Annexure A to this Report. **(Refer Annexure A)**

Board of Directors of the Company has accepted all recommendation of the Audit Committee during the year under review.

b. Nomination & Remuneration Committee

The 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

Details of the meeting held during the year under review has been attached as an Annexure to this report. **(Refer Annexure A)**

c. Corporate Social Responsibility Committee

The Board constituted a Corporate Social Responsibility Committee in compliance with the provisions of Section 135 of the Companies Act 2013, comprising of 3 (three) Directors of who 2 (two) are Non - Executive. The CSR Policy as approved by the Board of Directors, is in place and being adhered to.

During the year 2018-19, your Company was required to spend an amount of Rs. 1.95 lakhs towards CSR activities.

In view of the above, an amount of Rs. 2.70 lakhs was spent towards CSR activities during FY 18-19 towards Installation of Tata Class Edge hardware & software at IICP, Visit to the Society of the Home for the Aged and Shanti Daan (Missionaries of Charity) at Mumbai and Contribution to IDL foundation –Blind staffs education fee at Bangalore.

The expenditure incurred were in accordance with Schedule VII of the Companies Act, 2013.

Details of the meeting held during the year under review has been attached as an Annexure to this report. **(Refer Annexure A)**

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).**

STRENGTHS, WEAKNESSES, OPPORTUNITIES & THREATS

Freight Forwarding

a. Strengths

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

ii. Offices covers major business geographies in India.

iii. Capable of fulfilling just-in-time supply requirement.

b. Weakness

i. Limited freight buying power as compared to large forwarders.

ii. Absence of robust channel partners / overseas network structure.

iii. Limited ability to consolidate air cargo at pallet level.

c. Opportunities

i. Auto ancillary market in Western India could be a significant business for freight forwarding (FF) business.

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

d. Threats

i. Shipping lines directly contacting small /mid-size customers obviating the need for freight forwarders.

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

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.

AUDITORS

The Auditors of the Company, M/s PriceWaterhouse & Co. Chartered Accountants LLP, Kolkata, were appointed for a period of 5 years commencing 26th AGM held in 2017, subject to ratification of their appointment by shareholders every year. However, Companies Amendment Act, 2017 has omitted the provision relating to annual ratification of appointment of Statutory Auditors by members in Annual General Meeting. Hence only a confirmation letter has been obtained from them confirming that they are eligible to continue as the Statutory Auditors of the Company.

AUDIT OBSERVATIONS & EXPLANATIONS

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

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.

RELATED PARTY DISCLOSURES

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. There are no materially significant related party transactions made by the Company with the Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large.

All the related party transactions were placed before the Audit Committee for approval and also before the Board for their review. Prior omnibus approval of the Audit Committee is obtained and a review of the same is conducted on a quarterly basis for the actual transactions entered during the year. The transactions entered into pursuant to the omnibus approval so granted are audited and a statement giving details of all the related party transactions is placed before the Audit Committee and the Board of Directors on a quarterly basis.

None of the Directors has any pecuniary relationships or transactions (except sitting fees) vis-à-vis the Company.

It may be noted that in view of good corporate governance practice, the meaning of the term 'material transaction' has been derived from Clause 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Accordingly, the Company has considered all such transactions entered/to be entered into whether individually or taken together with previous transactions, if any, which are equal to or more than 10% of the annual standalone turnover (Listing Agreement specifies 'annual consolidated turnover') as per the last audited financial statements of the company i.e., for the year ended 31st March, 2019.

The particulars as required under Section 134 of the Act read with Rule 8(2) of 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 is provided in **Annexure C** to this Report.

EXTRACT OF THE ANNUAL RETURN AS PER SECTION 92(3) OF THE ACT

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 **Annexure E** to this Report.

INTERNAL FINANCIAL CONTROL

As required under Section 134(3) (q) of the Companies Act 2013 read with Rule 8(5) (viii) of Companies (Accounts) Rules, 2014, the Company has an Internal Control System commensurate with the size, scale and complexity of the business. As per the relevant provisions of the Companies Act, 2013 and the guidance note issued by the Institute of Chartered Accountants of India, the management of the Company has adopted and implemented the Internal Control Over Financial Reporting (ICOFR) framework. The management of the Company has adopted the following steps for the development of the said framework:

- Define materiality of the transactions;
- Preparation of process narrative or process flow charts, as the case may be;
- Identify/assess internal/external risk factors and availability of existing controls;
- Development of Risk Control Matrix (RCM) for the entity, key processes and IT General Controls;
- Testing of controls to ensure they are operating effectively;
- Remedy the gaps, if necessary;
- Re-testing to ensure operating effectiveness.

RISK MANAGEMENT POLICY

The Company has a Risk Management Policy in place. The Company always had a system-based approach to business risk management. Backed by strong internal control systems, the current risk management framework consists of the following elements:

- Strategic Planning: Senior leadership Group provides direction for formulation of strategy.
- The Senior Management of the Company regularly discuss the Strategic & the Operational risks involved in the business and also on the appropriate mitigation strategies and periodic reviews of the progress on the management of risks.

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. 34.51 millions on account of freight, agency fees and others and the foreign exchange outgo during the year in terms of outflows was Rs.172.09 millions on account of freight and foreign travel.

PARTICULARS OF EMPLOYEES

Your 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.

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 **Annexure D** to this report.

ACKNOWLEDGEMENT

Your 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 of Directors

Ashish Kumar Gupta
Chairman
DIN: 07808012

Anand Chand
Director
DIN: 06879532

Kolkata, 11th April, 2019

Annexure A

Meeting of the Board of Directors for FY 2018-19

Name of the Directors	Composition	No. of meetings held	No. of meetings attended
Mr. Ashish Kumar Gupta	Chairman	5	5
Mr. Virendra Sinha*	Independent	5	2
Mr. Dipak Banerjee	Independent	5	5
Mr. Anand Chand	Non- Executive	5	5
Mr. Amar Patnaik	Non- Executive	5	4

** For part of the year.*

Meeting of the Audit Committee

Name of the Directors	Composition	No. of meetings held	No. of meetings attended
Mr. Ashish Kumar Gupta	Chairman	4	4
Mr. Virendra Sinha*	Independent	4	2
Mr. Dipak Banerjee	Independent	4	4
Mr. Anand Chand	Non- Executive	4	1

** For part of the year.*

Meeting of the Nomination and Remuneration Committee

Name of the Directors	Composition	No. of meetings held	No. of meetings attended
Mr. Ashish Kumar Gupta	Chairman	2	2
Mr. Virendra Sinha*	Independent	2	1
Mr. Dipak Banerjee	Independent	2	2
Mr. Anand Chand	Non- Executive	2	2

** For part of the year.*

Meeting of the Corporate Social Responsibility Committee

Name of the Directors	Composition	No. of meetings held	No. of meetings attended
Mr. Ashish Kumar Gupta	Chairman	1	1
Mr. Dipak Banerjee	Independent	1	1
Mr. Amar Patnaik	Non- Executive	1	0

Annexure B

Annual Report on CSR Activities of the Company for the financial year ended 31st March, 2019

(Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility) Rules, 2014

1. A brief outline of the Company's CSR Policy including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR Policy and projects or programs.	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 in. The focus has been on improving the quality of life amongst socially and economically backward communities, promoting education and making available safe drinking water. One of the major CSR activities which was proposed to be undertaken during the year was: Installation of Tata ClassEdge hardware & software at Indian Institute of Cerebral Palsy, Kolkata The CSR Policy of the Company may be accessed on http://www.tmill.com/about-us/shareholders.asp.
2. Composition of CSR committee	The CSR Committee comprises the Non-Executive Chairman of the Company along with 2(two) Non-Executive Directors, one of whom is an Independent Director. The names of the members of the CSR Committee are as follows: **Mr. Ashish Kumar Gupta – Chairman, Mr. Dipak Kumar Banerjee – Member, Mr. Amar Patnaik – Member**
3. Average net profit of Company for last 3 financial years	Rs. 97,50,000/-
4. Prescribed CSR expenditure (2% of the amount as in item 3 above)	Rs. 1,95,000/-
5. Details of CSR spent during the financial year: a) Total amount spent during the financial year	Rs. 2,70,000/-
b) Amount unspent, if any	NIL
c) Manner in which the amount spent in the financial year	(see below)

CSR Project or activity identified	Sector in which the project is covered	Projects or programmes (1) Local area or other (2) Specify the State and district where projects or programmes were undertaken	Amount outlay (Budget) projects or programme wise (Rs. In Lakhs)	Amount spent on the projects of programmes Sub heads: 1. Direct expenditure on projects or 2. Programmes Overheads	Cumulative expenditure up to the reporting period (Rs. In Lakhs)	Amount spent: Direct or through implementing agency
Installation of Tata ClassEdge hardware & software at IICP	Education and Employment Enhancing vocational skills.	Kolkata, West Bengal	1.76	1.76 (TIAE) Through Implementation Agency External	1.76	TIAE
Visit to the society of the home for the aged and Shanti Daan (Missionaries of charity) at Mumbai	Community development	Mumbai, Maharashtra	0.69	0.69 Direct expenditure	0.69	Direct
Total			**2.70**	**2.70**	**2.70**	

6. Reasons for not spending the prescribed amount (in case the Company has failed to spend amount specified under item 4)	Not Applicable An amount of Rs. 75,000 have been spent over & above the CSR budget.

The CSR Committee has confirmed that the implementation and monitoring of the CSR Policy is in compliance with the CSR objectives and Policy of the Company

On behalf of the Board

Kolkata, 11th April, 2019

Ashish Kumar Gupta
Chairman

Anand Chand
Director

Annexure C

Disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in section 188 of the Companies Act, 2013 including certain arms' length transactions under third proviso thereto

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

1. Details of contracts or arrangements or transactions not at arm's length basis:- NIL
2. Details of material contracts or arrangements or transactions at arm's length basis:

Sl. No.	Name of the related Party and nature of relationship	Nature of Contract /arrangements /transactions	Duration of the contracts/ arrangements /transactions	Salient features of the contracts or arrangements or transactions	Actual Value of transactions entered during FY '19 (Rs. In millions)	Date(s) of approval by the Board, if any	Amount paid as advances, if any
1.	Tata Steel – FAMD (Parent Company)	Business Invoice	From 01.04.18 to 31.03.19	Service Charge	13.34		
			From 01.04.18 to 31.03.19	Shipping Line Locals	90.42		
2.	Tata Steel – IBU (Parent Company)	Business Invoice	From 01.04.18 to 31.03.19	Service Charge	0.52		
			Renewal of contract is in progress	Shipping Line Locals	7.93		
3.	Tata Steel – Import (Parent Company)	Business Invoice	Nomination contract	Shipping line locals	62.71		
4.	Tata Steel – Jamshedpur (Parent Company)	Business Invoice	Spot contract	Air Export freight contract	0.35		
5.	Tata Steel Asia HK Ltd. (Parent Company)	Business Invoice	Linked with FAMD Contract	Reimbursement of expenses	-		
6.	Tata Steel – Kalinganagar (Parent Company)	Business Invoice	From 01.01.17 to 30.04.20	Service Agreement Resource Based	12.81		
			From 17.11.17 to 30.06.19	Service Agreement Resource Based	3.69		
			From 03.05.18 to 31.12.18	Service Agreement Resource Based (Gopalpur)	0.70		
			From 09.10.18 to 31.12.19	Equipment Supply	2.44		
7.	Tata Steel Ltd. - Wire Division Export and Import (Parent Company)	Business Invoice	From 01.08.18 till 31.07.20	Agency Charges and reimbursement of expenses	31.00	N.A.	
8.	Tata Steel Ltd. - CRC West (Parent Company)	Business Invoice	Spot contract	Clearance & transportation charges and reimbursement of expenses	1.62		
9.	Tata Steel Ltd. – Pithampure (Parent Company)	Business Invoice	Spot Contract	Sea Export Freight Contract	3.28		
		Business Invoice	Spot Contract	Reimbursement of transportation charges	4.30		
		Business Invoice	Spot Contract	Custom Clearance charges	0.53		
		Business Invoice	From 01.08.18 to 31.07.19	Agency charges	0.22		
10.	Tata Steel -IBMD	Business Invoice	From 01.04.18 to 31.03.19	Service charge	0.03		
			Spot Contract	Reimbursement of local charges and freight	1.27		
11.	Tata Steel BSL Limited	Business Invoice	FY 18-19	E-mail based, no formal contract	87.27		
	Total				**324.43**		

*No Board approval is required since Sec 188 of the Companies Act, 2013 is not applicable. However, the entries have been made for noting of the Board.

It may be noted that in view of good corporate governance practice, the meaning of the term 'material transaction' has been derived from Clause 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Accordingly, the Company has considered all such transactions entered/to be entered into whether individually or taken together with previous transactions, if any, which are equal to or more than 10% of the annual standalone turnover (Listing Agreement specifies 'annual consolidated turnover') as per the last audited financial statements of the company i.e., for the year ended 31st March, 2019.

Annexure D

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

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

Part "A": Subsidiaries

Amount (In Rs. 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 77.7570	1USD = INR 10.3230
4.	Share capital	2.71	43.88
5.	Reserves & surplus	1,827.22	(5.50)
6.	Total Assets	1,997.61	58.46
7.	Total Liabilities	1,997.61	58.46
8.	Investments	-	-
9.	Turnover	446.51	189.53
10.	Profit before taxation	42.83	2.73
11.	Provision for taxation	10.75	-
12.	Profit after taxation	32.08	2.73
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, 2019. Hence, there is nothing to report in this regard.

Annexure E

MGT -9

A. Extract of Annual Return as on Financial Year ended 31st March, 2019

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. Registration and other details:

i. CIN Number of the Company: **U51109WB1991PLC051941**
ii. Registration Date: **5th June, 1991**
iii. Name of the Company: **TKM Global Logistics Limited**
iv. Category/ Sub-category of the Company: **Freight Forwarding and Warehousing Services**
v. Address of Registered office and contact details: **'Tata Centre' 43, Jawaharlal Nehru Road, Kolkata – 700 071.**
vi. Whether listed company: **No**
vii. Name, Address and contact details of Registrar and Transfer Agent: **N.A.**

II. Principal Business Activity of the Company:

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

Sr. No.	Name and Description of main products/ services	NIC Code of the product/ service	Percentage to total turnover of the company
1.	Freight Forwarding	DIV 52 Group 522	92%
2.	Warehousing, Material Handling and others	DIV 52 Group 521	8%

III. Particulars of Holding, Subsidiary and Associate Companies:

Sr. No.	Name of the Company	CIN	Holding/ Subsidiary/ Associate	Percentage of shares held	Applicable Section
1.	TM International Logistics Limited	U63090WB2002PLC094134	Holding Company	100%	S.2(46)
2.	TKM Global GmbH	N.A.	Subsidiary Company	100%	S. 2(87)
3.	TKM Global China Ltd.	N.A.	Subsidiary Company	100%	S. 2(87)

IV. Share holding pattern (Equity Share Capital Breakup as percentage of Total Equity)

i. Category wise shareholding

Category of Shareholders		No. of Shares held at the beginning of the year 01.04.2018				No. of Shares held at the end of the year 31.03.2019				% 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**	**-**
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 Rs. 1 lakh	-	-	-	-	-	-	-	-	-
ii.	Individual shareholders holding nominal share capital in excess of Rs. 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)										
		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 01.04.2018			Shareholding at the end of the year 31.03.2019			% change in share-holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	No. of Shares	%of total Shares of the company	% of Shares Pledged/ encumbered to total shares	
1.	TM International Logistics Ltd.	35,99,994	100	0	35,99,994	100	0	0
2.	TM International Logistics Ltd. j/w Mr. Ashish Kumar Gupta	1	0	0	1	0	0	0
3.	TM International Logistics Ltd. j/w Mr. Sudip Sinha	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. Anand Chand	1	0	0	1	0	0	0
6.	TM International Logistics Ltd. j/w Mr. Manish Agarwal	1	0	0	1	0	0	0
7.	TM International Logistics Ltd. j/w Mr. K. L. Bhowmick	1	0	0	1	0	0	0

Annexure E

iii. Change in Promoters' Shareholding

Sl. No.	Particulars	Shareholding at the beginning of the year 01.04.2017		Cumulative Shareholding during the year 31.03.2018	
		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 2019, Mr. Anand Chand (Director) & Mr. Ashish Kumar Gupta (Chairman), holds 1 share each jointly with TMILL.

V. 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

Particulars of Remuneration	Name of the Directors		Total
	Mr. Dipak Kumar Banerjee	Mr. Virendra Sinha*	No. of shares
1. Independent Directors a. Sitting fees for attending Board/ Committee meetings of the Company during FY 18-19	1,62,000	67,500	2,29,500
b. Commission paid to Independent Non-Executive Directors for FY 18-19	Nil	Nil	Nil
Total (1)			
2. Other Non-Executive Directors a. Sitting fees for attending Board/ Committee meetings of the Company during FY 18-19	Nil	Nil	Nil
b. Commission paid to Non-Independent Non-Executive Directors for FY 18-19	Nil	Nil	Nil
Total (2)	**NIL**	**NIL**	**NIL**
Total Remuneration (1+2)	**1,62,000**	**67,500**	**2,29,500**
Overall Ceiling as per the Act	1% of net profit calculated as per Sec 198 of the Act		

**For part of the year*

C. Remuneration to Key Managerial Personnel other than MD/ Manager/WTD

The Company does not have any Key Managerial Personnel.

VI. 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.

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, 2019, 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 and other explanatory information (hereinafter referred to as "the Financial Statements").

2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, and total comprehensive income (comprising of profit and other comprehensive income), its changes in equity and its cash flows for the year then ended.

Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the 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 Directors' 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 the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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. The 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 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.

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 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 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 Cash Flow Statement 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, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019 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 on March 31, 2019 on its financial position in its Financial Statements – Refer Note 43(a) to the Financial Statements;

ii. The Company has long-term contracts as at March 31, 2019 for which there were no material foreseeable losses. The Company did not have any derivative contracts as at March 31, 2019.

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, 2019.

iv. The reporting on disclosures relating to Specified Bank Notes is not applicable to the Company for the year ended March 31, 2019.

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

Pinaki Chowdhury
Partner
Membership Number: 057572

Place: Kolkata
Date: April 11, 2019

ANNEXURE A TO INDEPENDENT AUDITORS' REPORT

Referred to in paragraph 12(f) of the Independent Auditors' Report of even date to the members of TKM Global Logistics Limited on the Financial Statements for the year ended March 31, 2019

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, 2019 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 Companies Act, 2013 ("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 of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the Financial Statements, whether due to fraud or error.
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 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 Financial Statements and such internal financial controls with reference to Financial Statements were operating effectively as at March 31, 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

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

Pinaki Chowdhury
Partner
Membership Number: 057572

Place: Kolkata
Date: April 11, 2019

ANNEXURE B TO INDEPENDENT AUDITORS' REPORT

Referred to in paragraph 11 of the Independent Auditors' Report of even date to the members of TKM Global Logistics Limited on the Financial Statements as of and for the year ended March 31, 2019

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

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

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

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

iii. The Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Act. Therefore, the provisions of Clause 3(iii), (iii)(a), (iii)(b) and (iii)(c) of the said Order are not applicable to the Company.

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

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

vi. The Central Government of India has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the operations 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 provident fund and professional tax, 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 service tax and other material statutory dues, as applicable, with the appropriate authorities. Also refer Note 43(b) to the Financial Statements regarding management's assessment on certain matters relating to provident fund.

(b) According to the information and explanations given to us and the records of the Company examined by us, there are no dues of sales tax, duty of customs, duty of excise, value added tax and goods and service tax as at March 31, 2019, as applicable, which have not been deposited on account of any dispute. The particulars of dues of income tax and service tax as at March 31, 2019 which have not been deposited on account of a dispute, are as follows:

Name of the statute	**Nature of dues**	**Amount (Rs. in Lakhs)**	**Period to which the amount relates**	**Forum where the dispute is pending**
Finance Act, 1994	Service Tax	6,677.63	FY 2005-06 to FY 2009-10	Customs, Excise & Service Tax Appellate Tribunal
Income-Tax Act, 1961	Income Tax	120.61	FY 2010-11	Commissioner of Income Tax (Appeals)
Income-Tax Act, 1961	Income Tax	100.71	FY 2011-12	Income Tax Appellate Tribunal

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

ix. In our opinion, and according to the information and explanations given to us, the moneys raised by way of term loans have been applied, on an overall basis, for the purposes for which they were obtained. The Company has not raised any moneys by way of initial public offer and further public offer (including debt instruments).

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

xi. The provisions of Section 197 read with Schedule V to the Act are not applicable to the Company. Accordingly, the provisions of Clause 3(xi) of the Order are 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 provisions of Clause 3(xii) of the Order are not applicable to the Company.

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

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

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

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

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

Pinaki Chowdhury
Partner
Membership Number: 057572

Place: Kolkata
Date: April 11, 2019

Balance Sheet as at 31 March, 2019

	Particulars	Note	As at 31st March 2019 ₹ in Lakhs	As at 31st March 2018 ₹ in Lakhs
I	**ASSETS**			
(1)	**Non-current assets**			
	(a) Property, Plant and Equipment	4	628.01	628.24
	(b) Intangible Assets	4	7.48	10.75
	(c) Financial Assets			
	(i) Investments	5	549.42	549.42
	(ii) Loans	6	56.09	87.99
	(iii) Other Financial Assets	7	-	1.64
	(d) Non-current Tax Asset (Net)	8	901.59	771.78
	(e) Deferred Tax Assets (Net)	36	80.26	44.22
	(f) Other Non-current Assets	9	11.89	0.09
	Total Non-current Assets		**2,234.74**	**2,094.13**
(2)	**Current assets**			
	(a) Financial Assets			
	(i) Investments	10	1.38	0.50
	(ii) Loans	11	32.06	12.42
	(iii) Trade Receivables	12	1,773.62	1,450.05
	(iv) Cash and Cash Equivalents	13	206.65	80.16
	(v) Other Bank Balances	14	15.80	13.36
	(vi) Other Financial Assets	15	0.85	0.65
	(b) Other Current Assets	16	115.30	189.33
	Total Current Assets		**2,145.66**	**1,746.47**
	TOTAL ASSETS		**4,380.40**	**3,840.60**
I.	**EQUITY AND LIABILITIES**			
	(1) EQUITY			
	(a) Equity Share Capital	17	360.00	360.00
	(b) Other Equity	18	2,412.49	2,051.88
	Total Equity		**2,772.49**	**2,411.88**
	LIABILITIES			
	(1) Non-current Liabilities			
	(a) Financial Liabilities			
	(i) Borrowings	19	88.00	136.00
	(ii) Other Financial Liabilities	20	54.05	70.86
	(b) Provisions	21	153.03	162.14
	(c) Other Non-current Liabilities	22	11.30	-
	Total Non-current Liabilities		**306.38**	**369.00**
	(2) Current Liabilities			
	(a) Financial Liabilities			
	(i) Borrowings	23	370.00	-
	(ii) Trade Payables	24	-	-
	a) Total Outstanding Dues of Micro Enterprises and Small Enterprises		-	-
	b) Total Outstanding Dues of Creditors other than Micro Enterprises and Small Enterprises		778.21	911.67
	(iii) Other Financial Liabilities	25	74.99	76.85
	(b) Provisions	26	20.19	23.85
	(c) Other Current Liabilities	27	48.87	38.08
	(d) Current Tax Liabilities (Net)	28	9.27	9.27
	Total Current Liabilities		**1,301.53**	**1,059.72**
	Total Liabilities		**1,607.91**	**1,428.72**
	TOTAL EQUITY AND LIABILITIES		**4,380.40**	**3,840.60**

The above Balance Sheet should be read in conjunction with the accompanying Notes.
This is the Balance Sheet referred to in our report of even date.

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

Pinaki Chowdhury
Partner
Membership Number : 57572

Place : Kolkata
Date : April 11, 2019

For and on behalf of the Board of Directors

Ashish Kumar Gupta
Chairman
DIN: 7808012

Anand Chand
Director
DIN: 6879532

Statement of Profit and Loss for the year ended 31 March, 2019

	Particulars	Note	For the Year ended 31st March 2019 ₹ in Lakhs	For the Year ended 31st March 2018 ₹ in Lakhs
I.	Revenue from Operations	29	7,335.52	4,873.08
II.	Other Income	30	606.12	54.10
III.	**Total Income (I +II)**		**7,941.64**	**4,927.18**
IV.	Expenses:			
	Operating Expenses	31	6,230.72	3,823.14
	Employee Benefits Expenses	32	899.09	860.18
	Finance Costs	33	42.67	22.48
	Depreciation and Amortization Expenses	4	30.97	27.26
	Other Expenses	34	339.54	321.98
	Total Expenses (IV)		**7,542.99**	**5,055.04**
V.	Profit/(Loss) Before Tax (III-IV)		**398.65**	**(127.86)**
VI.	Income Tax Expense:		**47.77**	**(19.47)**
	(1) Current Tax	35	83.82	-
	(2) Deferred Tax	36	(36.05)	(19.47)
VII.	Profit/(Loss) for the Year (V-VI)		**350.88**	**(108.39)**
VIII.	Other Comprehensive Income			
	Items that will not be Reclassified to Profit or Loss (1) Remeasurement of Post-Employment Defined Benefit Plans		**12.25**	**31.50**
	(2) Income Tax on Above		**(2.52)**	**-**
			9.73	**31.50**
IX.	Total Comprehensive Income for the Year (VII+VIII)		**360.61**	**(76.89)**
X.	Earning per Equity Share	37		
	(1) Basic		**9.75**	(3.01)
	(2) Diluted		**9.75**	(3.01)

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 and on behalf of the Board of Directors

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

Ashish Kumar Gupta
Chairman
DIN: 7808012

Pinaki Chowdhury
Partner
Membership Number : 57572

Anand Chand
Director
DIN: 6879532

Place : Kolkata
Date : April 11, 2019

Cash Flow Statement for the year ended 31st March, 2019

Sl. No.	Particulars	Note No.	For the year ended 31st March 2019 ₹ in Lakhs	For the year ended 31st March 2018 ₹ in Lakhs
A.	**Cash Flows from Operating Activities**			
	Net Profit/(Loss) before Tax		398.65	(127.86)
	Adjustments for:			
	Depreciation and Amortisation Expense		30.97	27.26
	Finance Costs	33	42.67	22.48
	Dividend Income	30	(3.53)	(4.32)
	Dividend Income from Subsidiary	30	(501.25)	-
	Interest Income	30	(11.01)	(2.16)
	(Gain)/Loss on Disposal of Property, Plant and Equipment(Net)		(0.98)	0.28
	Operating Loss before Changes in Operating Assets and Liabilities		**(44.48)**	(84.32)
	Changes in Operating Assets and Liabilities			
	(Increase)/Decrease in Trade Receivables		(323.57)	279.66
	(Increase)/Decrease in Loans		12.27	(59.93)
	(Increase)/Decrease in Other Assets		62.23	(41.72)
	Decrease in Trade Payables		(133.47)	(167.25)
	Increase/(Decrease) in Other Financial Liabilities		(16.81)	68.86
	Increase/(Decrease) in Provisions		(0.51)	6.95
	Increase/(Decrease) in Other Liabilities		22.09	(84.77)
	Cash used in Operations		**(422.25)**	**(82.52)**
	Income Taxes Paid (Net of Refunds)		(216.15)	(86.53)
	Net Cash used in Operating Activities		**(638.40)**	**(169.05)**
B.	**Cash Flows from Investing Activities**			
	Purchase of Investments		(1,374.53)	(1,206.42)
	Sale of Investments		1,373.65	1,208.35
	Proceeds from Maturity of Deposits with Banks		14.95	13.91
	Payments for Placing of Deposits with Banks		(15.80)	(14.95)
	Interest Received	30	1.86	2.29
	Dividends Received from Subsidiary	30	501.25	-
	Dividends Received from Mutual Funds	30	3.53	4.32
	Payments for Acquisition of Property, Plant and Equipment		(29.51)	(6.98)
	Proceeds from Disposal of Property, Plant and Equipment		1.15	0.39
	Net Cash Generated from Investing Activities		**476.55**	**0.91**
C.	**Cash Flows from Financing Activities**			
	Repayment of Borrowings		(548.00)	(48.00)
	Proceeds from Borrowings	23	870.00	-
	Interest Paid		(33.66)	(22.48)
	Net Cash used in Financing Activities		**288.34**	**(70.48)**
	Net Increase/(Decrease) in Cash and Cash Equivalents (A+B+C)		**126.49**	**(238.62)**
	Cash and Cash Equivalents at the Beginning of the Year	13	80.16	318.78
	Cash and Cash Equivalents at the End of the Year	13	**206.65**	**80.16**

Note:

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

The accompanying Notes form an integral part of the Cash Flow Statement.

This is the Cash Flow Statement referred to in our Report of even date.

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

Pinaki Chowdhury
Partner
Membership Number : 57572

Place : Kolkata
Date : April 11, 2019

For and on behalf of the Board of Directors

Ashish Kumar Gupta
Chairman
DIN: 7808012

Anand Chand
Director
DIN: 6879532

Statement of Changes in Equity for Year ended 31st March 2019

A. Equity Share Capital (Refer Note 17)	Amount ₹ in Lakhs
Balance as at 1st April 2017	**360.00**
Changes in Equity Share Capital during the Year	-
Balance as at 31st March 2018	**360.00**
Balance as at 1st April 2018	**360.00**
Changes in Equity Share Capital during the Year	-
Balance as at 31st March 2019	**360.00**

B. Other Equity (Refer Note 18)	General Reserves ₹ in Lakhs	Retained Earnings ₹ in Lakhs	Total ₹ in Lakhs
Balance as at 1st April 2017	**5.64**	**2,123.13**	**2,128.77**
Profit for the Year	-	(108.39)	(108.39)
Other Comprehensive Income for the Year	-	31.50	31.50
Balance as at 31st March 2018	**5.64**	**2,046.24**	**2,051.88**
Balance as at 1st April 2018	**5.64**	**2,046.24**	**2,051.88**
Profit for the Year	-	350.88	350.88
Other Comprehensive Income for the Year	-	9.73	9.73
Balance as at 31st March 2019	**5.64**	**2,406.85**	**2,412.49**

The above Statement of Changes in Equity should be read in conjunction with the accompanying Notes.
This is the Statement of Changes in Equity referred to in our report of even date.

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

Pinaki Chowdhury
Partner
Membership Number : 57572

Place : Kolkata
Date : April 11, 2019

For and on behalf of the Board of Directors

Ashish Kumar Gupta
Chairman
DIN: 7808012

Anand Chand
Director
DIN: 6879532

CURRENCY: RMB

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 functional and presentation currency of the Company is Indian Rupee (Rs.) which is the currency of the primary economic environment in which the Company operates.

The Financial Statements were approved and authorised for issue with the resolution of the Company's Board of Directors on April 11, 2019.

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 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 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. The useful lives determined are in line with useful lives prescribed in Schedule II to the Act, except in respect of Vehicles 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 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 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

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 3 years. Amortization is recognised on a straight-line basis over their estimated useful lives. Amortisation method and useful lives are reviewed periodically including at each financial year end.

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

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 in which a significant portion of the risks and rewards of ownership are not transferred to the Company as lessee are classified as operating leases. Payments made under operating leases are recognised as expense in the Statement of Profit and Loss on a straight-line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

As A Lessor

Rental income from operating leases is recognised in the Statement of Profit and Loss on a straight line basis over the term of the relevant lease unless another systematic basis is more representative of the time pattern in which economic benefits from the leased asset is diminished. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying value of the leased asset and recognised on a straight-line basis over the lease term."

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 where event or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the carrying amount of investments exceeds its recoverable amount.

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

(i) Classification

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

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

• those to be measured at amortised cost.

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

For assets measured at fair value, gains or losses is either recorded in 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.

<u>Debt Instruments</u>

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

<u>Equity Instruments</u>

The Company subsequently measures all equity investments at fair value. Where the Company’s management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit or loss. Changes in the fair value of financial assets at fair value through profit or loss are recognised 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 has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

(v) Fair Value of Financial Instruments

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

(vi) Offsetting Financial Instruments

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

2.7. Trade Receivables

Trade receivables are amounts due from customers for goods sold or 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 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 annually 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 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.

2.11. Income Tax

The income tax expense for the period is the tax payable on the current period's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences, unused tax credits and 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 Financial Statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill.

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

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

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

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

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

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

2.12. Provisions and Contingencies

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

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

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

2.13. Revenue recognition

Effective 1st April 2018, the Company has applied Ind AS 115 'Revenue from Contracts with Customers', using the retrospective effect method. Ind AS 115 replaces Ind AS 18 'Revenue' and Ind AS 11 'Construction Contracts'. The adoption of the standard did not result in any adjustments in the Financial Statements. Also refer Note 45.

Pursuant to adoption of Ind AS 115, 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 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 (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 Borrowing Costs

Borrowings costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale are added to the cost of those assets, until such time as the assets are substantially ready for the intended use or sale. Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are recognised in the Statement of Profit and Loss in the period in which they are incurred.

2.16 Earnings per Share

Basic Earnings per Share

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

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 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.

2.17 Standards issued but not yet effective

Ministry of Corporate Affairs (MCA) has notified Companies (Indian Accounting Standards) Amendment Rules, 2019 and the Companies (Indian Accounting Standards) Second Amendment Rules, 2019 containing the following new amendments to Ind AS which the Company has not applied as they are effective for annual periods beginning on or after 1st April, 2019.

Ind AS 116 - 'Leases'

Ind AS 116 'Leases' eliminates the classification of leases as either finance leases or operating leases. All leases are required to be reported on an entity's balance sheet as assets and liabilities. Leases are capitalised by recognising the present value of the lease payments and showing them either as lease assets or together with property, plant and equipment. If lease payments are made over time a financial liability representing the future obligation will be recognised.

Ind AS 116 will be effective from 1 April 2019. The Company is currently assessing the impact of the new standard and expects there to be some increase to the assets and liabilities recognised in the Financial Statements, as well as the corresponding impact of the classification on the Statement of Profit and Loss.

3. Use of Estimates and Critical Accounting Judgments

The preparation of Financial Statements in conformity with Ind AS requires management to make judgments, estimates and assumptions, that impact the application of accounting policies and the reported amounts of assets, liabilities, income, expenses and disclosures of contingent assets and liabilities at the date of these Financial Statements and the reported amounts of revenues and expenses for the 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 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, Plant and Equipment

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

C. Impairment of Trade Receivables

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

D. Contingencies

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

E. Deferred Taxes

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

Note 4: Property, Plant and Equipment and Intangible Assets

₹ in Lakhs

	As at 31st March 2019	As at 31st March 2018
Net Carrying amount of :		
Building	578.79	590.00
Plant and Equipments	4.70	5.37
Furniture and Fixtures	14.33	20.35
Vehicles	16.73	-
Office Equipments	13.46	12.53
Total Property, Plant and Equipment	**628.01**	**628.24**
Softwares	7.48	10.75
Total Intangible Assets	**7.48**	**10.75**

	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 2018	623.62	7.29	40.53	-	20.91	**692.35**	18.46	**18.46**
Additions	-	-	0.64	19.81	7.20	**27.65**	-	**-**
Disposals	-	-	-	-	0.29	**0.29**	-	**-**
Gross Carrying Amount as at 31st March 2019	**623.62**	**7.29**	**41.17**	**19.81**	**27.82**	**719.71**	**18.46**	**18.46**
Accumulated Depreciation/ Amortisation as at 1st April 2018	33.63	1.92	20.18	-	8.38	**64.11**	7.71	**7.71**
Charge for the Year	11.20	0.67	6.66	3.08	6.09	**27.70**	3.27	**3.27**
Disposals	-	-	-	-	0.11	**0.11**	-	**-**
Accumulated Depreciation/ Amortisation as at 31st March 2019	**44.83**	**2.59**	**26.84**	**3.08**	**14.36**	**91.70**	**10.98**	**10.98**
Net Carrying Amount at the beginning of the Year	**589.99**	**5.37**	**20.35**	**-**	**12.53**	**628.24**	**10.75**	**10.75**
Net Carrying Amount at the end of the Year	**578.79**	**4.70**	**14.33**	**16.73**	**13.46**	**628.01**	**7.48**	**7.48**

	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 2017	623.62	7.29	40.53	-	20.92	**692.36**	18.46	**18.46**
Additions	-	-	-	-	10.38	**10.38**	-	**-**
Disposals	-	-	-	-	10.39	**10.39**	-	**-**
Gross Carrying Amount as at 31st March 2018	**623.62**	**7.29**	**40.53**	**-**	**20.91**	**692.35**	**18.46**	**18.46**
Accumulated Depreciation/ Amortisation as at 1st April 2017	22.43	1.25	13.48	-	13.48	**50.64**	3.65	**3.65**
Charge for the year	11.20	0.67	6.70	-	4.63	**23.20**	4.06	**4.06**
Disposals	-	-	-	-	9.73	**9.73**	-	**-**
Accumulated Depreciation/ Amortisation as at 31st March 2018	**33.63**	**1.92**	**20.18**	**-**	**8.38**	**64.11**	**7.71**	**7.71**
Net Carrying Amount at the beginning of the Year	**601.19**	**6.04**	**27.05**	**-**	**7.44**	**641.72**	**14.81**	**14.81**
Net Carrying Amount at the end of the Year	**590.00**	**5.37**	**20.35**	**-**	**12.53**	**628.24**	**10.75**	**10.75**

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.

5. NON-CURRENT INVESTMENTS

₹ in Lakhs

	As at 31st March 2019	As at 31st March 2018
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 2018: 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 2018: 1 Share of USD 10,00,000, fully paid up)		
	549.42	549.42

6. LOANS - NON - CURRENT

₹ in Lakhs

	As at 31st March 2019	As at 31st March 2018
Security Deposits	**56.09**	87.99
	56.09	87.99

Notes forming part of the Financial Statements for the year ended 31st March, 2019

₹ in Lakhs

7. OTHER FINANCIAL ASSETS - NON - CURRENT	As at 31st March 2019	As at 31st March 2018
Unsecured, Considered Good		
Financial Assets carried at Amortised Cost		
- Fixed Deposits with Banks (with Maturity of more than twelve months)	-	1.59
- Interest Accrued on Deposits	-	0.05
	-	**1.64**

₹ in Lakhs

8. NON-CURRENT TAX ASSETS (NET)	As at 31st March 2019	As at 31st March 2018
Advance Payment of Taxes [Net of Provisions for Tax ₹ 316.90 Lakhs (31st March 2018: ₹ 230.56 Lakhs)]	**901.59**	771.78
	901.59	**771.78**

₹ in Lakhs

9. OTHER NON-CURRENT ASSETS	As at 31st March 2019	As at 31st March 2018
Prepaid Expenses	**11.89**	0.09
	11.89	**0.09**

₹ in Lakhs

10. INVESTMENTS - CURRENT	As at 31st March 2019	As at 31st March 2018
Investment Carried at Fair Value through Profit or Loss		
Investments in Mutual Funds (Unquoted)		
Tata Liquid Fund Direct Plan-Daily Dividend [138.18 Units (31st March 2018: 45.20 Units)]	**1.38**	0.50
	1.38	**0.50**

₹ in Lakhs

11. LOANS - CURRENT	As at 31st March 2019	As at 31st March 2018
Unsecured, Considered Good :		
Loan to Employees	**11.39**	10.48
Security Deposits	**20.67**	1.94
	32.06	12.42

₹ in Lakhs

12. TRADE RECEIVABLES	As at 31st March 2019	As at 31st March 2018
Trade Receivables Considered Good - Unsecured @	**1,773.62**	1,450.05
Trade Receivables Credit Impaired @	**61.50**	38.37
	1,835.12	1,488.42
Less : Loss Allowance	**(61.50)**	(38.37)
	1,773.62	1,450.05
@ Includes dues from Related Parties (Refer Note 42)	**1,235.89**	**639.34**

₹ in Lakhs

13. CASH AND CASH EQUIVALENTS	As at 31st March 2019	As at 31st March 2018
Cash on Hand	**0.40**	0.66
Balances with Banks		
In Current Account	**206.25**	79.50
	206.65	**80.16**

₹ in Lakhs

14. OTHER BANK BALANCES	As at 31st March 2019	As at 31st March 2018
Fixed Deposit with Banks	15.80	13.36
	15.80	**13.36**

₹ in Lakhs

15. OTHER FINANCIAL ASSETS- CURRENT	As at 31st March 2019	As at 31st March 2018
Unsecured, Considered Good :		
Interest Accrued on Deposits	**0.85**	0.65
	0.85	**0.65**

₹ in Lakhs

16. OTHER CURRENT ASSETS	As at 31st March 2019	As at 31st March 2018
Balance with Government Authorities #	47.56	113.79
Prepaid Expenses	31.70	27.20
Advances to Suppliers/Service Providers	43.65	48.34
	122.91	189.33
Less: Provision for Doubtful Advances	**(7.61)**	-
	115.30	**189.33**

Balance with Government Authorities primarily include unutilised input credits on purchase of services, etc. These are regularly utilised to offset the tax liability on services rendered by the Company. Accordingly,these balances have been classified as Current Assets.

₹ in Lakhs

17. EQUITY SHARE CAPITAL	As at 31st March 2019	As at 31st March 2018
Authorised 50,00,000 Equity Shares of ₹10 each (31st March 2018: 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 2018: 36,00,000 Equity Shares of ₹10 each, fully paid up)	**360.00**	360.00

17. EQUITY SHARE CAPITAL	As at 31st March 2019		As at 31st March 2018	
	Number of Equity Shares	Equity Share Capital ₹ in Lakhs	Number of Equity Shares	Equity Share Capital ₹ in Lakhs
Equity Shares of ₹ 10/- each				
Balance at the beginning of the Year	**36.00**	**360.00**	**36.00**	360.00
Issue during the year	-	-	-	-
Balance at the end of the Year	**36.00**	**360.00**	**36.00**	360.00

ii Terms and Rights attached to Equity Shares :

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

iii Details of Equity Shares held by holding company :

	31st March 2019	31st March 2018
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 2019		As at 31st March 2018	
	Number of equity shares	%	Number of equity shares	%
TM International Logistics Limited	**36.00**	**100%**	**36.00**	**100%**

Notes forming part of the Financial Statements for the year ended 31st March, 2019

₹ in Lakhs

18. OTHER EQUITY	As at 31st March 2019	As at 31st March 2018
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	**2,046.24**	2,123.13
Profit/(Loss) for the Year	**350.88**	(108.39)
Other Comprehensive Income	**9.73**	31.50
- Remeasurements of Post-Employment Defined Benefit Plans		
Balance at the end of the Year	**2,406.84**	2,046.24
	2,412.49	2,051.88

₹ in Lakhs

19. NON CURRENT BORROWINGS	As at 31st March 2019	As at 31st March 2018
Unsecured		
Loan from Related Party (Refer Note : 42)	**136.00**	184.00
Less : Current Maturities of Long-term Debt (Refer Note : 25)	**(48.00)**	(48.00)
	88.00	136.00

Terms of Repayment -
Total Loan amount is repayable in quarterly instalments of Rs.12.00 Lakhs. Interest is payable on monthly basis at 10.50 % p.a.

₹ in Lakhs

20 OTHER FINANCIAL LIABILITIES - NON CURRENT	As at 31st March 2019	As at 31st March 2018
Security Deposits @	**54.05**	70.86
	54.05	70.86
@ Includes dues to Related Parties (Refer Note : 42)	**54.05**	70.86

₹ in Lakhs

21. PROVISIONS- NON CURRENT	As at 31st March 2019	As at 31st March 2018
Provision for Employee Benefits (Refer Note 38)		
- Provision for Compensated Absences	**153.03**	162.14
	153.03	162.14

₹ in Lakhs

22. OTHER NON-CURRENT LIABILITIES	As at 31st March 2019	As at 31st March 2018
Deferred Rent @	**11.30**	-
	11.30	-
@ Includes dues to Related Parties (Refer Note : 42)	**11.30**	-

₹ in Lakhs

23. CURRENT BORROWINGS	As at 31st March 2019	As at 31st March 2018
Unsecured		
Loan from Related Party	**370.00**	-
- TM International Logistics Limited		
	370.00	-
@ Includes dues to Related Parties (Refer Note : 42)	**370.00**	-

Terms of Repayment -
Loan amount is repayable on demand. Interest is payable on monthly basis at 8.50 % p.a.

₹ in Lakhs

24. TRADE PAYABLES - CURRENT	As at 31st March 2019	As at 31st March 2018
Creditors for Supplies and Services - Micro Enterprises and Small Enterprises	-	-
Creditors for Supplies and Services - Others @	**617.73**	814.17
Creditors for Accrued Wages and Salaries	**160.48**	97.50
	778.21	**911.67**
@ Includes dues to Related Parties (Refer Note : 42)	**113.26**	**262.62**

₹ in Lakhs

25. OTHER FINANCIAL LIABILITIES - CURRENT	As at 31st March 2019	As at 31st March 2018
Current Maturities of Long-term Debt	48.00	48.00
Capital Liabilities @	26.99	28.85
	74.99	76.85
@ Includes dues to Related Parties (Refer Note : 42)	**5.50**	**5.50**

₹ in Lakhs

26. PROVISIONS - CURRENT	As at 31st March 2019	As at 31st March 2018
Provision for Employee Benefits (Refer Note 38)		
- Provision for Gratuity	17.08	21.30
- Provision for Compensated Absences	3.11	2.55
	20.19	**23.85**

₹ in Lakhs

27. OTHER CURRENT LIABILITIES	As at 31st March 2019	As at 31st March 2018
Contract Liabilities @	**23.29**	**21.41**
Deferred Rent @	4.84	-
Dues Payable to Government Authorities #	20.74	16.67
	48.87	**38.08**
@ Includes dues to Related Parties (Refer Note : 42)	16.98	-

Dues Payable to Government Authorities primarily includes goods and service tax, withholding taxes, payroll related taxes and other taxes payable.

₹ in Lakhs

28. CURRENT TAX LIABILITIES	As at 31st March 2019	As at 31st March 2018
Provision for Taxes [Net of Advance Tax: ₹ 85.72 Lakhs (31st March 2018: ₹ 85.72 Lakhs)]	**9.27**	9.27
	9.27	9.27

29. REVENUE FROM OPERATIONS	For the year ended 31st March 2019 ₹ in Lakhs	For the year ended 31st March 2019 ₹ in Lakhs	For period ended 31st December 2018 ₹ in Lakhs	For period ended 31st December 2017 ₹ in Lakhs
Sale of Services				
i) Freight, Agency and Other Charges	6,723.60	4,400.68	4,890	3,038
ii) Warehousing	359.54	260.52	262	140
			-	-
Other Operating Revenues				
i) Service Charge	252.38	211.88	195	161
	7,335.52	**4,873.08**	**5,348**	**3,339**

30. OTHER INCOME	For the year ended 31st March 2019 ₹ in Lakhs	For the year ended 31st March 2019 ₹ in Lakhs	For period ended 31st December 2018 ₹ in Lakhs	For period ended 31st December 2017 ₹ in Lakhs
Dividend Income from Mutual Funds	3.53	4.32	3	4
Dividend Income from Subsidiary	501.25	-	501	-
Liabilities no Longer Required Written Back	42.17	25.24	29	21
Gain on Foreign Currency Transactions (Net)	29.35	4.75	13	7
Profit on Sale of Property, Plant and Equipment (Net)	0.98	-	1	-
Recovery of Bad Debts	0.70	-	1	-
Provision for Doubtful Debts Written Back	5.67	7.16	6	19
Interest Income	11.01	2.16	1	2
Income from Rental Services	11.40	10.46	9	8
Other Non-Operating Income	0.06	0.01	0	0
	606.12	**54.10**	**563**	**60**

31. OPERATING EXPENSE	For the year ended 31st March 2019 ₹ in Lakhs	For the year ended 31st March 2019 ₹ in Lakhs	For period ended 31st December 2018 ₹ in Lakhs	For period ended 31st December 2017 ₹ in Lakhs
Freight, Documentation and Other Charges	5,920.70	3,610.96	4,228	2,484
Warehousing	310.02	212.18	224	126
	6,230.72	**3,823.14**	**4,452**	**2,610**

32. EMPLOYEE BENEFITS EXPENSE	For the year ended 31st March 2019 ₹ in Lakhs	For the year ended 31st March 2019 ₹ in Lakhs	For period ended 31st December 2018 ₹ in Lakhs	For period ended 31st December 2017 ₹ in Lakhs
Salaries and Wages	825.54	755.83	581	604
Contribution to Provident and Other Funds	51.82	81.89	39	41
Staff Welfare Expenses	21.73	22.46	16	15
	899.09	**860.18**	**635**	**660**

33. FINANCE COSTS	For the year ended 31st March 2019 ₹ in Lakhs	For the year ended 31st March 2019 ₹ in Lakhs	For period ended 31st December 2018 ₹ in Lakhs	For period ended 31st December 2017 ₹ in Lakhs
Interest Expense	42.67	22.48	28	17
	42.67	**22.48**	**28**	**17**

34. OTHER EXPENSES	For the year ended 31st March 2019 ₹ in Lakhs	For the year ended 31st March 2019 ₹ in Lakhs	For period ended 31st December 2018 ₹ in Lakhs	For period ended 31st December 2017 ₹ in Lakhs
Power and Fuel	9.84	10.91	8	9
Rent	78.67	91.12	58	71
Repairs and Maintenance				
- Buildings	3.58	7.68	3	5
- Others	17.18	22.30	14	12
Insurance	31.62	32.33	23	23
Rates and Taxes	4.53	1.64	4	1
Travelling and Conveyance Expenses	49.21	45.00		
Legal and Professional Fees	28.50	32.62	19	22
Provision for Doubtful Debts	28.80	0.58	5	2
Payment to Auditors (Refer Note 34.1)	7.58	6.70	3	4

34. OTHER EXPENSES	For the year ended 31st March 2019 ₹ in Lakhs	For the year ended 31st March 2019 ₹ in Lakhs	For period ended 31st December 2018 ₹ in Lakhs	For period ended 31st December 2017 ₹ in Lakhs
Corporate Social Responsibility Expenditure (Refer Note 34.2)	2.70	3.51	2	-
Bad Debts Written-off [Net of Adjustment of Loss Allowance Provision: Nil (31st March 2018: ₹ 12.32 Lakhs)]	19.11	14.74	13	23
Loss on Sale of Property, Plant and Equipment (Net)	-	0.28	-	0
Miscellaneous Expenses	58.22	52.57	77	78
	339.54	**321.98**	**230**	**249**

34.1 Payment to Auditors				
As Auditors				
- Audit Fee	4.60	3.60	3	3
- Other Matters (including Certification)	2.68	2.37	-	-
- Out of Pocket Expenses	0.30	0.73	0	0

34.2 Corporate Social Responsibility Expenditure				
a) Gross Amount required to be spent during the Year	1.95	3.42	3	4
b) Amount spent during the Year				
(i) Construction/Acquisition of an Asset	-	-	-	-
(ii) On Purposes other than (i) above	2.70	3.51	2	2

₹ in Lakhs

35. INCOME TAX EXPENSE	For the Year ended 31st March 2019	For the Year ended 31st March 2018
A. Tax Expense Recognised in Profit or Loss		
Current Tax		
Current Tax on Profits for the Year	**83.82**	-
Deferred Tax		
Origination and Reversal of Timing Differences	**(36.05)**	(19.47)
Income Tax Expense	**47.77**	(19.47)
B. Tax Expense Recognised in Other Comprehensive Income		
Current Tax		
Remeasurements on Post-employment Defined Benefit Plans	**2.52**	-
	2.52	-

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

35. INCOME TAX EXPENSE	For the Year ended 31st March 2019	For the Year ended 31st March 2018
Profit / (Loss) Before Tax for the Year	398.65	(127.86)
Income Tax Expense calculated at 27.82% (31st March 2018: 30.90%)	110.90	(39.51)
Effect of Income that is Exempt from Tax	(0.98)	(1.33)
Effect of items that are not Deductible in Determining Taxable Profit	0.75	10.91
Effect of items taxable at Special Rate	(55.78)	-
Effect on Deferred Tax Balances due to the Change in Income Tax Rate	(2.01)	1.78
Others	(5.11)	8.68
	47.77	**(19.47)**

The tax rate used in the reconciliations above is the corporate tax rate of 25% (31st March 2018: Tax Rate of 30%) plus surcharge and cess, where applicable, payable by corporate entities in India on taxable profits under the Indian tax law.

Notes forming part of the Financial Statements for the year ended 31st March, 2019

36. Deferred Tax (Liability)/Asset (Net)

	As at 1st April 2017	(Charge)/ Credit for the Year	As at 31st March 2018	(Charge)/ Credit for the Year	As at 31st March 2019
Deferred Tax Liabilities					
Property, Plant and Equipment and Intangible Assets	(86.53)	(5.89)	(92.42)	(0.34)	(92.77)
	(86.53)	(5.89)	(92.42)	(0.34)	(92.77)
Deferred Tax Assets					
Provision for Doubtful Debts and Advances	18.09	(8.11)	9.98	9.25	19.23
Leave Encashment	58.44	(15.62)	42.82	0.62	43.44
MAT Credit Entitlement	34.75	-	34.75	2.67	37.42
Unabsorbed Business Loss	-	49.09	49.09	23.85	72.94
	111.28	25.36	136.64	36.39	173.03
Deferred Tax Credit		19.47		36.05	
Deferred Tax Asset (Net)	**24.75**	**-**	**44.22**	**-**	**80.26**

₹ in Lakhs

37. Earnings Per Share (EPS)	For the Year ended 31st March 2019	For the Year ended 31st March 2018
(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 (₹)	350.88	(108.39)
(vi) Basic Earnings per Equity Share (₹) [(v)/(iii)]	9.75	(3.01)
(B) Diluted		
(i) Dilutive Potential Equity Shares	-	-
(ii) Earnings per Equity Share (₹) [Same as (A)(vi) above]	9.75	(3.01)

38. 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 ₹ **34.81 Lakhs** (31st March 2018 - ₹ 31.58 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.

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

Description	31st March 2019	31st March 2018
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	172.23	169.56
b. Current Service Cost	15.75	39.72
c. Interest Expense	12.80	11.28
d. Remeasurement Losses		
Actuarial Gain arising from Changes in Experience Adjustments	(11.48)	(21.38)
Actuarial Gain arising from Changes in Financial Assumptions	-	(10.12)
e. Benefits Paid	(3.02)	(16.83)
f. Acquisitions Credit	(3.06)	-
g. Present Value of Obligation at the End of the Year	183.22	172.23
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	150.93	148.13
b. Interest Income	11.54	10.12
c. Return on Plan Assets, excluding Amounts included in Interest Income	0.77	-
d. Contributions from Employer	8.98	9.51
e. Benefits Paid	(3.02)	(16.83)
f. Acquisitions Credit	(3.06)	-
g. Fair value of Plan Assets at the End of the Year	166.14	150.93
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	183.22	172.23
b. Fair Value of Plan Assets at the End of the Year	166.14	150.93
c. Liabilities recognized in the Balance Sheet	17.08	21.30
Provision for Employee Benefit - Current (Refer Note 26)	17.08	21.30
4. Expense Recognised in the Statement of Profit and Loss during the Year		
a. Service Cost		
- Current Service Cost	15.75	12.68
- Past Service Cost	-	27.04
b. Net interest cost	1.26	1.16
Total Expense Recognised during the Year in the Statement of Profit and Loss	17.01	40.88
5. Expense Recognised in Other Comprehensive Income		
a. Actuarial Gain due to DBO Experience	(11.48)	(21.38)
b. Actuarial Gain due to DBO assumption changes	-	(10.12)
c. Remeasurement Gain	(0.77)	-
Total Income Recognised in Other Comprehensive Income	(12.25)	(31.50)
6. Category of Plan Assets:		
Funded with Life Insurance Corporation of India	163.07	150.93
7. Maturity Profile of Defined Benefit Obligation		
a. Within 1 year	3.41	2.98
b. 1-2 years	7.46	3.61
c. 2-5 years	54.05	20.17
d. Over 5 years	84.62	107.58
8. Assumptions		
a. Discount Rate (per annum)	7.50%	7.00%
b. Rate of Escalation in Salary (per annum)	9.00%	9.00%

Description	31st March 2019	31st March 2018
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.

	31st March 2019		31st March 2019	
	Discount Rate	Salary Escalation	Discount Rate	Salary Escalation
Effect of change in				
Increase by 1%				
(i) Aggregate Service and Interest Cost	(18.01)	19.00	(18.06)	20.55
(ii) Closing Balance of Obligation	165.21	202.22	154.17	192.78
Decrease by 1%				
(i) Aggregate Service and Interest Cost	20.84	(16.82)	21.06	(17.99)
(ii) Closing Balance of Obligation	204.05	166.40	193.29	154.24

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 change in some of the assumptions may be correlated.

10. The Company expects to contribute ₹**17.08 lakhs** (31st March 2018: ₹15.75 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 2019 is 11 years (31st March 2018 - 12 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 ₹**156.14 Lakhs** and ₹**164.69 Lakhs** as at 31st March 2019 and 31st March 2018 respectively (Refer Note 21 and 26). 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.

39. 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:

Particulars	Note No.	31st March 2019	31st March 2018
Financial Assets			
Assets Carried at Fair Value through Profit or Loss			
Loans	6	56.09	87.99
Investments Mutual Fund	10	1.38	0.50
Assets Carried at Amortised Cost			
Loans	11	32.06	12.42
Trade Receivables	12	1,773.62	1,450.05
Other Financial Assets	7, 15	0.85	2.29
Cash and Cash Equivalents	13	206.65	80.16
Other Bank Balances	14	15.80	13.36
Total Financial Assets		**2,086.45**	**1,646.77**

Particulars	Note No.	31st March 2019	31st March 2018
Financial Liabilities			
Liabilities Carried at Amortised Cost			
Borrowings (excluding Current Maturities)	19, 23	458.00	136.00
Trade Payables	24	-	-
Other Financial Liabilities	25	74.99	76.85
Liabilities Carried at Fair Value through Profit or Loss			
Other Financial Liabilities	20	54.05	70.86
Total Financial Liabilities		**587.04**	**283.71**

(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 2018.

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 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 loans (current), trade receivables, cash and cash equivalents, other bank balances, other fnancial assets (current), trade payables, borrowings (current) and other fnancial liabilities (current), approximate to their carrying amounts largely due to the short-term maturities of these instruments.

(c) Fair Value Hierarchy

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are recognised and measured at fair value. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classifed its fnancial instruments into three levels prescribed under the accounting standard. An explanation of each level follows below.

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices. This includes mutual funds. The mutual funds are valued using the closing Net Asset Value.

Level 2: The fair value of financial instruments that are not traded in an active market (for example, over-the counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

₹ in Lakhs

	31st March 2019 Level 1	31st March 2019 Level 3	31st March 2018 Level 1	31st March 2018 Level 3
Recognised and Measured at Fair Value - Recurring Measurements				
Financial Assets				
Investments				
Mutual Funds - Daily Dividend	1.38	-	0.50	-
Security Deposits	-	56.09	-	87.99
Other Financial Liabilities				
Security Deposits	-	54.05	-	70.86
	1.38	**110.14**	**0.50**	**158.85**

40. Financial Risk Management

The Company's activities expose it to credit risk, liquidity risk and market risk. The Company's senior management oversees the management of above risks. The senior executives working to manage the financial risks are accountable to the Audit Committee and the Board of Directors. This process provides assurance to the Company's senior management that the Company's financial risks-taking activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and the Company's risk appetite.

This Note explains the sources of risk which the entity is exposed to and how the entity manages the risk. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below:

(a) Credit Risk:

Credit risk refers to the risk of default on its obligation by the counterparty resulting in a financial loss. The Company is exposed to credit risk from its operating activities (primarily Trade Receivables) and from its investing activities (primarily Deposits with Banks 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 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. Total revenue during the year from Tata Steel Limited is ₹ 525.57 Lakhs (31st March 2018: 570.18 Lakhs) which comprise more than 10% of 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 of 31st March 2019 and 31st March 2018 is the carrying amounts as disclosed in Note 39.

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 2019 and 31st March 2018. Of the total trade receivables, ₹1,145.47 Lakhs as at 31st March 2019 and ₹938.00 Lakhs as at 31st March 2018 consisted of customer balances that were neither past due nor impaired.

Financial Assets that are Past Due but Not Impaired

The Company's credit period for customers generally ranges from 0 - 60 days. The ageing of trade receivables that are past due but not impaired (net of provisions/allowances) is given below:

Period (in days)	31st March 2019	31st March 2018
1-90	529.97	355.05
91-180	65.76	111.23
More than 180	32.42	45.77
Closing Balance	**628.15**	**512.05**

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 2019	As at 31st March 2018
Opening Balance	38.37	57.27
Loss Allowance made during the Year	28.80	0.58
Loss Allowance Written-back/Reversed during the Year	(5.67)	(7.16)
Bad Debts during the Year Adjusted with Provisions	-	(12.33)
Closing Balance	**61.50**	**38.37**

(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 relevant 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 2019				
	Upto 1 Year	1 Year to 3 Years	3 Years to 5 Years	More than 5 Years	Total
Borrowings (including Current Maturities)	418.00	88.00	-	-	506.00
Trade Payables	778.21	-	-	-	-
Other Financial Liabilities	81.04	-	-	-	81.04
	1,277.25	**88.00**	**-**	**-**	**587.04**

Contractual Maturities of Financial Liabilities	As at 31st March 2019				
	Upto 1 Year	1 Year to 3 Years	3 Years to 5 Years	More than 5 Years	Total
Borrowings (including Current Maturities)	48.00	96.00	40.00	-	184.00
Trade Payables	911.67	-	-	-	911.67
Other Financial Liabilities	99.71	-	-	-	99.71
	1,059.38	**96.00**	**40.00**	**-**	**1,195.38**

(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 2019		As at 31st March 2018	
	Amount in Foreign Currency	Amount in ₹ Lakhs	Amount in Foreign Currency	Amount in ₹ Lakhs
CHF	^ 0.00	0.23	0.02	1.40
EUR	0.10	7.31	0.04	3.30
GBP	^ 0.00	0.07	0.02	1.69
JPY	0.03	0.02	0.14	0.09
SGD	0.02	1.01	0.01	0.37
USD	0.59	39.91	0.49	31.01

Payable in Foreign Currency	As at 31st March 2019		As at 31st March 2018	
	Amount in Foreign Currency	Amount in ₹ Lakhs	Amount in Foreign Currency	Amount in ₹ Lakhs
AUD	0.01	0.67	-	-
CAD	^ 0.00	0.23	-	-
CHF	0.07	4.66	0.07	5.17
EUR	1.30	104.14	1.95	162.22
GBP	0.13	12.45	0.02	2.29
JPY	1.01	0.65	0.47	0.30
SEK	-	-	0.01	0.09
SGD	0.08	4.24	0.07	3.54
USD	0.73	52.17	3.38	226.35

^ Amount is below the rounding off norm adopted by the Company

(ii) Sensitivity

The sensitivity of proft or loss to changes in the foreign exchange rates arises mainly from foreign currency denominated financial instruments.

Foreign Currency	Impact on Profit before Tax			
	Receivables ₹ in Lakhs		Payables ₹ in Lakhs	
	31st March 2019	31st March 2018	31st March 2019	31st March 2018
AUD Sensitivity				
INR/AUD -Increase by 10%*	-	-	(0.07)	-
INR/AUD -Decrease by 10%*	-	-	0.07	-
CAD Sensitivity				
INR/CAD -Increase by 10%*	-	-	(0.02)	-
INR/CAD -Decrease by 10%*	-	-	0.02	-
CHF Sensitivity				
INR/CHF -Increase by 10%*	0.02	0.14	(0.47)	(0.52)
INR/CHF -Decrease by 10%*	(0.02)	(0.14)	0.47	0.52
EUR Sensitivity				
INR/EUR -Increase by 10%*	0.73	0.33	(10.41)	(16.22)
INR/EUR -Decrease by 10%*	(0.73)	(0.33)	10.41	16.22
GBP Sensitivity				
INR/GBP -Increase by 10%*	0.01	0.17	(1.24)	(0.23)
INR/GBP -Decrease by 10%*	(0.01)	(0.17)	1.24	0.23
JPY Sensitivity				
INR/JPY -Increase by 10%*	^ 0.00	0.01	(0.06)	(0.03)
INR/JPY -Decrease by 10%*	^ (0.00)	(0.01)	0.06	0.03
SEK Sensitivity				
INR/SEK -Increase by 10%*	-	-	-	(0.01)
INR/SEK -Decrease by 10%*	-	-	-	0.01
SGD Sensitivity				
INR/SGD -Increase by 10%*	0.10	0.04	(0.42)	(0.35)
INR/SGD -Decrease by 10%*	(0.10)	(0.04)	0.42	0.35
USD Sensitivity				
INR/USD -Increase by 10%*	3.99	3.10	(5.22)	(22.63)
INR/USD -Decrease by 10%*	(3.99)	(3.10)	5.22	22.63

^ 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. However, the Company has only fixed rate borrowings. The Company's fixed rate borrowings and investments in term deposits with bank are carried at amortised cost. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of changes in market interest rates.

(d) Securities Price Risk

Securities price risk is the risk that the fair value of a financial instrument will fluctuate due to changes in market traded prices. The Company invests its surplus funds in various debt instruments, which mainly comprises 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 39.

41. 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. 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 2019	As at 31st March 2018
Total Debt	506.00	184.00
Less : Cash and Cash Equivalents	206.65	80.16
Net Debt	**299.35**	**103.84**
Equity	2,772.49	2,411.88
Total Capital (Equity +Net Debt)	3,071.84	2,515.72
Net Debt to Equity Ratio	10.80%	4.31%

b) Dividend on Equity Share

The Board of Directors have recommended a final dividend of ₹ 35.00 per share (31st March 2018: Nil). The proposed dividend is subject to the approval of shareholders in the ensuing Annual General Meeting.

42. 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 :

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 Year

(1) Indian Steel & Wire Products Limited

(2) Tata Steel Asia HK Limited

(3) Tata Steel BSL Limited (formerly known as Bhusan Steel Limited)

(4) Tata Steel UK Limited

(5) International Shipping and Logistics FZE

(6) Tata Steel Processing and Distribution Company Limited

(7) Tata Metaliks Limited

(8) The Tinplate Company of India Limited

(9) Tata Bluesope Private Limited

(d) Key Managerial Personnel of the Company

Name	Relationship
Mr. Ashish Kumar Gupta (wef 1st July 2017)	Non-Independent Non-Executive Director
Mr. R. N. Murthy (till 30th June 2017)	Non-Independent Non-Executive Director
Mr. Dipak Kumar Banerjee	Independent Non-Executive Director
Mr. Virendra Sinha (till 13th August 2018)	Independent Non-Executive Director
Mr. Anand Chand	Non-Independent Non-Executive Director
Mr. Amar Patnaik	Non-Independent Non-Executive Director

e) Transactions with Related Parties during the year and Balances Outstanding at the Year-end.

₹ in Lakhs

Particulars	Entity with Joint Control of Holding Company	Holding Company	Subsidiary Companies	Fellow Subsidiaries	Total
Transactions					
Rendering of Services	**493.01**	**310.17**	**127.87**	**1,549.68**	**2,480.73**
	(570.18)	(202.33)	(96.37)	(1,026.56)	(1,895.44)
Receiving of Services	**-**	**88.39**	**398.15**	**-**	**486.54**
	-	(127.07)	(459.37)	-	(586.45)
Loan Taken	**-**	**870.00**	**-**	**-**	**870.00**
	-	-	-	-	-
Loan Repaid	**-**	**548.00**	**-**	**-**	**548.00**
	-	(48.00)	-	-	(48.00)
Interest Paid	**-**	**33.67**	**-**	**-**	**33.67**
	-	(22.48)	-	-	(22.48)
Reimbursement Received	**1,241.35**	**114.33**	**9.43**	**20.57**	**1,385.67**
	(1,158.85)	(13.84)	(12.78)	(1,735.92)	(2,921.39)
Reimbursement Paid	**-**	**24.74**	**0.13**	**-**	**24.87**
	-	(39.02)	-	-	(39.02)
Dividend Received	**-**	**-**	**501.25**	**-**	**501.25**
	-	-	-	-	-
Provision for Doubtful Debts	**1.55**	**-**	**-**	**2.27**	**3.82**
	(9.50)	-	-	(0.05)	(9.54)
Rental Income	**-**	**-**	**-**	**13.10**	**13.10**
	-	-	-	(9.44)	(9.44)
Security Deposit Received	**-**	**-**	**-**		**-**
	-	(68.86)	-		(68.86)
Balances Outstanding at the Year					
Borrowings	**-**	**506.00**	**-**	**-**	**506.00**
	-	(184.00)	-	-	(184.00)
Trade Receivables	**451.94**	**3.10**	**54.55**	**726.30**	**1,235.89**
	(351.71)	(33.29)	(34.59)	(219.74)	(639.34)
Trade Payables	**-**	**19.91**	**93.35**	**-**	**113.26**
	-	(99.79)	(162.83)	-	(262.62)
Contract Liabilities	**1.79**	**10.35**	**-**	**-**	**12.14**
	-	-	-	-	-
Provision for Doubtful Debts	**1.55**	**-**	**-**	**2.27**	**3.82**
	(5.14)	-	-	(0.05)	(5.19)
Security Deposits	**-**	**54.05**	**-**	**-**	**54.05**
	-	(70.86)	-	-	(70.86)
Capital Liabilities	**-**	**5.50**	**-**	**-**	**5.50**
	-	(5.50)	-	-	(5.50)
Deferred Rent	**-**	**16.14**	**-**	**-**	**16.14**
	-	-	-	-	-

Figures in bracket represents transactions with related parties during the year ended 31st March 2018 and balances as at 31st March 2018.

f) Transactions with Key Management Personnel during the Year

Particulars	For the year ended 31st March 2019	"For the year ended 31st March 2018"
Remuneration to Key Management personnel		
Short-term Benefits	2.30	3.24

43. Contingencies

₹ in Lakhs

a. Particulars	As at 31st March 2019	As at 31st March 2018
Claims against the Company not acknowledged as Debts		
Service Tax	6,690.29	6,690.29
Income Tax	399.95	399.95
Other Matters	102.13	102.13

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 2018: ₹6,677.63 Lakhs) on applicability of service tax on remittances made to Overseas Logistics Service Providers by the company from Financial Year 2005-2006 to Financial Year 2009-2010. Company has filed an appeal against the demand and has obtained stay from Kolkata High Court against the pre-deposit demanded by the CESTAT Eastern Zone. The matter is pending with CESTAT Eastern Zone.

b) The Company is in the process of evaluating the impact of the recent Supreme Court Judgment in case of "Vivekananda Vidyamandir And Others Vs The Regional Provident Fund Commissioner (II) West Bengal" and the related circular (Circular No. C-I/1(33)2019/ Vivekananda Vidya Mandir/284) dated March 20, 2019 issued by the Employees' Provident Fund Organisation in relation to non-exclusion of certain allowances from the definition of "basic wages" of the relevant employees for the purposes of determining contribution to provident fund under the Employees' Provident Funds & Miscellaneous Provisions Act, 1952. In the assessment of the management, the aforesaid matter is not likely to have a significant impact and accordingly, no provision has been made in these Financial Statements.

44. Opearing Lease: Company as a Lessee

i) The Company has cancellable operating lease arrangements for certain office spaces. Terms of such lease include option for renewal on mutually agreed terms. There are no restrictions imposed by lease arrangements and there are no subleases or contingent rents. Operating lease rentals for the year recognised in profit or loss amounts to ₹78.67 Lakhs (31st March 2018 - ₹91.12 Lakhs).

ii) Minimum Lease Payments in relation to Non-cancellable Operating Leases are payable as follows:

₹ in Lakhs

Particulars	For the year ended 31st March 2019	For the year ended 31st March 2018
Within One Year	153.27	153.27
Later than One Year but not Later than Five Years	387.00	540.27
Later than Five Years	-	-
	540.27	**693.54**

The lease expenses recognised during the year in this regard amounts to ₹153.27 Lakhs (31st March 2018: ₹89.41 Lakhs.)

45. Changes in Accounting Policy

This note explains the impact of the adoption of Ind AS 115 'Revenue from Contracts with Customers' on the Company's financial statements.

Impact on the financial statements

The Company has adopted Ind AS 115 'Revenue from Contracts with Customers' from 1st April 2018 which resulted in changes in accounting policies. In accordance with the transition provisions in Ind AS 115, the Company has adopted the new rules retrospectively. As a result of the changes in the entity's accounting policies, comparative information for prior periods need to be restated. However, there is no impact of such changes in accounting policies on the financial statements of prior periods and accordingly, no adjustments have been made to the originally presented comparative information for prior periods.

46. 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 2019	For the year ended 31st March 2018
Income from Freight, Agency and Other Charges	6,723.60	4,400.68
Income from Warehousing	359.54	260.52
Income from Service Charges	252.38	211.88

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 2019	For the year ended 31st March 2018
India	5,148.54	4,623.71
Rest of the World	2,186.99	249.37

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 2019	For the year ended 31st March 2018
Tata Steel Limited	* -	570.18
Tata Steel BSL Limited	872.75	-
Tata Bluescope Steel Limited	* -	488.97

47. 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 are no 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.

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

Pinaki Chowdhury
Partner
Membership Number 57572

For and on behalf of the Board of Directors

Ashish Kumar Gupta
Chairman
DIN: 7808012

Anand Chand
Director
DIN: 6879532

Place : Kolkata
Date : April 11, 2019

International Shipping and Logistics FZE

INTERNATIONAL SHIPPING AND LOGISTICS FZE

CORPORATE INFORMATION

(As on 16th April, 2019)

Board of Directors
Chairman
Mr. Ashish Kumar Gupta

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 UAE

Branch Office
Jumeirah Business Centre 5
Cluster W
Office No. 1604 to 1606
Jumeirah 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
Mr. M. Krishnamurthy – GM Commercial
Capt. Sudhir Kunnath - Head Operations
Mr. Dipak Panda – Head F & A
Mr. Partha Sarthi Pal – Head Commercial & Projects

Auditors
M/s. Pannell Kerr Forster
Chartered Accountants
Dubai

Bankers
Citi Bank N.A
State Bank of India- Bahrain
ICICI Bahrain
HDFC Bahrain

DIRECTORS' REPORT

INTERNATIONAL SHIPPING AND LOGISTICS FZE

TO THE MEMBERS,

The Directors hereby present their fourteenth report on the business and operations of the Company and the audited financial account for the year ended 31st March, 2019.

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	31.03.2019 Amount in Rs	31.03.2019 Amount in USD	31.03.2018 Amount in Rs	31.03.2018 Amount in USD
(a)	Revenue	3,43,08,81,203	49,090,513	2,49,56,21,989	38,709,986
(b)	Less: Direct Costs	3,12,91,44,121	44,773,130	2,39,10,83,038	37,088,466
(c)	**Profit from Operating Activities**	**30,17,37,083**	**4,317,383**	**10,45,38,951**	**1,621,520**
(d)	Less: Administrative & Other expenses	19,84,68,777	2,839,776	13,95,06,287	2,163,904
(f)	Add: Interest on Fixed Deposit & Other operating Income	10,94,81,008	1,566,501	11,98,65,135	1,859,247
(e)	**EBDITA**	21,27,49,313	3,044,108	8,48,97,800	1,316,863
(g)	Less: Depreciation	12,83,29,411	1,836,192	86,33,721	133,919
(h)	**Net Profit Before Tax for the year**	8,44,19,902	1,207,916	7,62,64,079	1,182,944
(i)	Current Tax Expense	1,12,83,910	161,455	1,43,50,376	222,591
(j)	Profit After Tax for the year	7,31,35,992	1,046,461	6,19,13,703	960,353

During the year under review, total revenue of the Company was USD 49.09 million (Rs. 3,430.88 million) as against USD 38.71 million (Rs.2495.62 million) for the previous year. The Company made a profit of USD 1.05 million (Rs.73.13 million) as against net profit of USD 0.96 million (Rs. 61.91 million) in the previous year.

MARKET REPORT:

The dry bulk market during the first three quarters of the financial year has been in better shape than it has been for several years. The fourth quarter however saw a heavy slide not seen for many years. Taking the BDI as a benchmark, we saw the index from a yearly average of 819 points in 2016, increasing to 1,200 points in 2017, and now reaching 1,260 points for the year.

The improvements were driven by an overall strong global demand growth and fairly low fleet growth. Based forecasts of continued low fleet growth, we expect rates in 2019 to resemble the rate environment seen in 2018. Most forecasts predict an increase of 1.5-2.0% for seaborne trade of the main dry bulk commodities (iron ore, coal, grains), the fundamentals in the market indicate an overall balanced outlook for the supply-demand dynamic.

With a plethora of new regulations coming into force in the near future, changes in the macroeconomic and political conditions – especially in key markets, coal's overall gloomy outlook, China's -US tariff wars, volatility in rates are just a handful of factors that could have a major impact, rapidly altering the state of the market.

The biggest uncertainty lies with the new sulfur cap by the International Maritime Organization that will come into effect in 2020. In addition, one of the major concerns in the installation of scrubbers is also the risk of additional compliance costs for owners due to changes in regulations. All business are furthermore sensitive to counterparty risks as well as operational risks.

ISL will continue to expand its risk management capabilities while improving margins from the operation. The focus will be on profitable growth.

OPERATIONAL REVIEW

The following are the operational highlights of the Company during FY 18-19:

ISL reported a cargo volume of 3.73 Mn MT in FY 18-19 as against 3.27 Mn MT in the previous year. The top line during FY 18-19 stood at $49.09 Mn as against $38.71 Mn in FY 17-18. The PAT level stood at $1.05 Mn vis-a-vis against a profit of 0.96 Mn in FY 18-19.

NEW INITIATIVES/ACHIEVEMENTS:

- Highest Cargo Volume and Turnover the last three years
- Highest No. of shipment the last three years (94 Shipments)
- Maximum breakbulk cargo handled in last 10 Years – 133,010 MT
- Least Loss making % in last six years (12.76)
- Highest contribution in last six years, highest standalone contribution in Tramp in last five years

Opportunities

- Coal import to India/ China and Vietnam
- Indian Coastal Shipping
- Persian Gulf- India Trade
- Steel exports of Tata Steel

BOARD OF DIRECTORS

During the financial year 2018-19, 4 (Four) meetings of the Board of Directors of the Company were held.

As on date, Mr. Ashish Kumar Gupta, 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.

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

Place: Dubai
Date: 5th April, 2019

Mr. Ashish Kumar Gupta (Chairman)

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 2019, the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

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 2019, 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, 2016 (''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 Cash Flow Statement and Statement of Changes in Equity 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 2019, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2019, 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.

PKF
Dubai
United Arab Emirates
5 April 2019

"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) The Establishment has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

(b) The fixed assets were physically verified during the year by the management in accordance with a regular program of verification, which in our opinion, provides for physical verification of all the fixed assets at reasonable intervals. 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 of buildings which are freehold, are held in the name of the Establishment as at the balance sheet date.

(ii) As explained to us, inventories were physically verified during the year by the management at reasonable intervals and no material discrepancies were noticed on physical verification.

(iii) According to the books and records maintained by the Establishment and the information and explanations given to us, the Establishment has neither granted nor taken any loans, secured or unsecured to/from companies, firms, limited liability partnership or other parties listed under Section 189 of the Act.

(iv) The Establishment has not granted any loans, made investments or provide guarantees and 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 provident fund, investor education and protection fund, employees' state insurance, income-tax, sales-tax, wealth-tax, service-tax, customs duty, excise duty, cess and other material statutory dues applicable to it.

(b) According to the records of the Establishment, the dues outstanding of income-tax, sales-tax, wealth-tax, service-tax, customs duty, excise duty and 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	2,564	2009-10	Income Tax Officer (Kolkata)
The Income Tax Act, 1961	Additional tax demand	1,370	2010-11	Income Tax Officer (Kolkata)

(viii) The Establishment does not have any dues towards financial institution, bank or debenture holders.

(ix) 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.

(x) 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.

(xi) According to the information and explanations give to us and based on our examination of the records of the Establishment, the Establishment 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.

(xii) In our opinion and according to the information and explanations given to us, the Establishment is not a Nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.

(xiii) According to the information and explanations given to us and based on our examination of the records of the 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) According to the information and explanations give to us and based on our examination of the records of the Establishment, the Establishment has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.

(xv) According to the information and explanations given to us and 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) The Establishment is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

PKF
Dubai
United Arab Emirates
5 April 2019

Balance Sheet as at 31 March, 2019

	Particulars	Note	2019 US$	2018 US$
I	**ASSETS**			
(1)	**Non-current assets**			
	(a) Fixed assets			
	Tangible assets	3	7,146,271	8,876,438
	Intangible assets	4	--	2,055
	(b) Non-current financial assets	5	43,890	7,327,809
			7,190,161	**16,206,302**
(2)	**Current assets**			
	(a) Inventories	6	38,366	108,294
	(b) Current financial assets			
	Trade receivables	7	2,699,896	2,253,175
	Cash and cash equivalents	8	2,200,437	864,175
	Other bank balances	9	19,599,647	12,687,441
	Short-term loans and advances	11	27,448	21,172
	Contract assets	12	295,196	--
	Other financial assets	13	3,266,939	3,659,982
	(c) Other current assets	14	1,486,244	895,472
			29,614,173	**20,489,711**
	TOTAL ASSETS		**36,804,334**	**36,696,013**
II.	**EQUITY AND LIABILITIES**			
(1)	**Shareholder's funds**			
	(a) Share capital	15	273,748	273,748
	(b) Reserves and surplus		33,368,943	33,822,482
(2)	**Non-current liabilities**			
	Long-term provisions	16	33,642,691	34,096,230
			443,309	345,313
(3)	**Current liabilities**			
	(a) Trade payables	18	2,193,878	1,412,220
	(b) Other current liabilities	19	227,331	274,759
	(c) Contract liabilities	12	288,561	562,115
	(d) Short-term provisions	20	8,564	5,376
			2,718,334	**2,254,470**
	TOTAL EQUITY AND LIABILITIES		**36,804,334**	**36,696,013**

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 6.

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 5 April 2019.

For **INTERNATIONAL SHIPPING AND LOGISTICS FZE**

SOUMYA RANJAN PATNAIK
CEO & DIRECTOR

Statement of Profit and Loss for the year ended 31 March, 2019

	Particulars	Note	2019 US$	2018 US$
I	**REVENUE**			
	Revenue from contracts with customers	21	49,090,513	38,709,986
	Other income	22	1,605,921	1,857,878
	TOTAL REVENUE		**50,696,434**	**40,567,864**
II.	**EXPENSES**			
	Direct costs	23	44,773,130	37,088,466
	Employee benefit expenses	24	1,220,929	1,285,765
	Depreciation and amortisation expenses	25	1,836,192	133,919
	Other expenses	26	1,618,847	878,140
	TOTAL EXPENSES		**49,449,098**	**39,386,290**
III.	**Profit before tax (I - II)**		1,247,336	1,181,574
IV.	**Tax expense**		161,455	222,590
V.	**Profit after tax (III - IV)**		**1,085,881**	**958,984**
VI.	**Other comprehensive income**			
	Items that will not be reclassified subsequently to profit and loss:			
	Actuarial (loss)/gain on defined employee benefit plan		(39,420)	1,369
VII.	**Total comprehensive income (V+VI)**		1,046,461	960,353
VIII.	**Earnings per share (Basic)**		**1,085,881**	**958,984**

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 6.

Statement of Changes in Equity for the year ended 31 March, 2019

	Share capital US$	Reserves and surplus US$	Total US$
Balance at 1 April 2017	**273,748**	**32,862,129**	**33,135,877**
Comprehensive income			
- Profit for the year	--	958,984	958,984
-- Other comprehensive income			
Items that will not be reclassified subsequently to profit and loss:			
Actuarial gain on defined employee benefit plan	--	1,369	1,369
Total comprehensive income for the year	--	960,353	960,353
Balance at 31 March 2018	**273,748**	**33,822,482**	**34,096,230**
Comprehensive income			
- Profit for the year	--	1,085,881	1,085,881
- Other comprehensive income			
Items that will not be reclassified subsequently to profit and loss:			
Actuarial loss on defined employee benefit plan	--	(39,420)	(39,420)
Total comprehensive income for the year	--	1,046,461	1,046,461
Dividends paid during the year	--	(1,500,000)	(1,500,000)
Balance at 31 March 2019	**273,748**	**33,368,943**	**33,642,691**

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 6.

Statement of Cash Flows for the year ended 31 March, 2019

	2019 US$	2018 US$
Cash flows from operating activities		
Profit for the year before tax	1,247,336	1,181,574
Adjustments for:		
Depreciation on tangible assets	1,834,137	119,031
Amortisation of intangible assets	2,055	14,888
Provision for expected credit losses	--	93,000
Provision for doubtful debts written back	--	(1,205,354)
Profit on disposal of tangible assets (net)	(6,844)	--
Loss on tangible assets written off	1,423	--
Advance written off	46,002	--
Excess provision written back	(202,728)	(72,831)
Interest income	(493,721)	(547,579)
Operating profit/(loss) before changes in		
operating assets and liabilities	2,427,660	(417,271)
Changes in:		
- Non-current financial assets	9,794	(7,056)
- Inventories	69,928	(108,294)
- Trade receivables	(446,721)	3,684,982
- Short-term loans and advances	(6,276)	2,821
- Contract assets	(295,196)	--
- Other financial assets	493,483	(1,287,697)
- Other current assets	(636,774)	(448,801)
- Trade payables	984,386	82,221
- Long-term provisions	58,576	(3,991)
- Other current liabilities	(47,428)	(2,327,866)
- Contract liabilities	(273,554)	(37,947)
- Short-term provisions	3,188	(52)
Cash used in operations	**2,341,066**	**(868,951)**
Taxes paid	(161,455)	(222,590)
Net cash from/(used in) operating activities	**2,179,611**	**(1,091,541)**
Cash flows from investing activities		
Payment for tangible assets	(105,393)	(8,168,386)
Proceeds on disposal of tangible assets	6,844	453
Decrease in fixed deposits	132,999	7,837,739
Interest received	622,201	431,880
Net cash from investing activities	**656,651**	**101,686**
Cash flows from financing activities		
Dividends paid	(1,500,000)	--
Net cash used in financing activities	**(1,500,000)**	**--**
Net increase/(decrease) in cash and cash equivalents	**1,336,262**	**(989,855)**
Cash and cash equivalents at beginning of the year	864,175	1,854,030
Cash and cash equivalents at end of the year (note 8)	**2,200,437**	**864,175**

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 6.

Notes to the Financial Statements

for the year ended 31 March, 2019

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 Ind AS financial statements are prepared under the historical cost convention on accrual basis and are in compliance with the Indian Accounting Standards (Ind AS) as prescribed under Section 133 of the Companies Act, 2013 (the "Act") read with relevant rules issued thereunder and other accounting principles generally accepted in India.

The significant accounting policies adopted are as follows:

a) 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.

b) 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 2 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 period 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 period the asset is derecognised.

c) Intangible assets
Intangible assets are stated at cost less accumulated amortisation and impairment losses. The amount in respect of software is amortised over a period of 4 years.

An assessment of amortisation method and useful lives is undertaken at each reporting date and, where material, if there is a change in estimate, an appropriate adjustment is made to the amortisation charge.

d) Inventories
Cost of bunkers and lubricants are stated at Weighted Average Cost (WAC) method and comprise invoice value plus applicable landing charges.

e) 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 period in which they occur, if significant.

f) Revenue from contracts with customers
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 Estalishment 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.

   For performance obligations where one of the above conditions are not met, revenue is recognised at the point in time at which the performance obligation is satisfied. The Establishment is required to assess each of its contracts with customers to determine whether performance obligations are satisfied over time or at a point in time in order to determine the 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, 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 entity has an enforceable right to payment or performance completed to date.

For performance obligations where one of the above conditions are not met, revenue is recognised at the point in time at which the performance obligation is satisfied.

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. 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 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.

Commercial management fee
Commercial management fee charged for managing and monitoring the performance of vessels of a related party is recognised as per terms agreed.

g) 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.

h) 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.

i) 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.

j) 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 recognized as an asset if it is virtually certain that reimbursement will be received and the amount of receivable can be measured reliably.

k) Taxes on income

Provision for tax is made under the tax laws of India on the basis of results of operations in India, applying 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.

l) Value added tax

As per the Federal Decree-Law No. (08) of 2017, effective from January 1, 2018, Value Added Tax (VAT), will be 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.

m) Financial instruments

Ind AS 109 contains three principal classification categories for financial assets - i.e. measured at: amortised cost, fair value through other comprehensive income ("FVTOCI") and fair value through profit or loss ("FVTPL").

Classification

Under Ind AS 109, 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 depends on the Establishment's business model for managing the financial assets that whether the financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows and the contractual terms of the cash flows that whether 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. Management determines the classification of its investment at initial recognition.

Financial liabilities within the scope of Ind AS 109 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.

Financial liabilities
All financial liabilities are subsequently measured at amortised cost using the effective interest method or at FVTPL.

Financial liabilities at amortised cost comprise of trade and other payables.

Impairment of financial assets
The Establishment recognises an allowance for expected credit losses for all 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.

The financial assets at amortised cost comprise of non-current financial assets, trade receivables, contract assets, other financial assets, cash and cash equivalents, other bank balances and short-term loans and advances.

Under IND AS 109, loss allowances are measured on either of the following basis:
- 12-month ECLs: ECLs that result from possible default events within 12 months after the reporting date; and
- Lifetime ECLs: ECLs that result from all possible default events over the expected life of a financial instrument.

The Establishment measures the loss allowance at an amount equal to lifetime ECLs, except for the following which are measured as 12-month ECLs:

- Bank balances, short-term loans and advances 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 borrower 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. For financial assets carried at FVTOCI, the loss allowance is recognised in OCI, instead of reducing the carrying amount of the asset.

Equity
Share capital is recorded at the value of proceeds received towards interest in share capital of the Establishment.

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.

n) 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:

Investment property

Freehold property is classified as investment property only if an insignificant portion of the useable space is used by the Establishment for its own activities.

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.

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 Establishment's 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.

o) 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 of financial assets

The loss allowance for financial assets are based on assumptions about the risk of default and expected loss rates. The management uses judgement in making these assumptions 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. Details of the key assumptions and inputs used are disclosed in Note 2 (m).

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.

Post-retirement benefits

The Establishment computes the provision for the liability to staff end-of-service benefits stated at US$ 436,080 (previous year US$ 339,173) 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.

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 2017	--	957,239	205,273	77,060	85,446	115,232	1,440,250
Additions	8,163,118	--	--	1,729	3,539	--	8,168,386
Disposal	--	--	--	(534)	--	--	(534)
At 31 March 2018	8,163,118	957,239	205,273	78,255	88,985	115,232	9,608,102
Additions	--	--	--	1,710	3,047	100,636	105,393
Disposal	--	--	--	--	--	(60,717)	(60,717)
Assets written off	--	--	(40,392)	(36,798)	(74,164)	--	(151,354)
At 31 March 2019	**8,163,118**	**957,239**	**164,881**	**43,167**	**17,868**	**155,151**	**9,501,424**
Accumulated depreciation and impairment losses							
At 1 April 2017	--	180,885	198,078	65,421	78,425	89,905	612,714
Depreciation	63,068	31,876	4,875	5,101	3,208	10,903	119,031
Adjustment relating to disposal of assets	--	--	--	(81)	--	--	(81)
At 31 March 2018	63,068	212,761	202,953	70,441	81,633	100,808	731,664
Depreciation	1,770,764	31,876	1,908	4,556	3,219	21,814	1,834,137
Adjustment relating to disposal of assets	--	--	--	--	--	(60,717)	(60,717)
Adjustment relating to assets written off	--	--	(40,392)	(36,105)	(73,434)	--	(149,931)
At 31 March 2019	**1,833,832**	**244,637**	**164,469**	**38,892**	**11,418**	**61,905**	**2,355,153**
Carrying amount							
At 1 April 2017	--	776,354	7,195	11,639	7,021	25,327	827,536
At 31 March 2018	8,100,050	744,478	2,320	7,814	7,352	14,424	8,876,438
At 31 March 2019	**6,329,286**	**712,602**	**412**	**4,275**	**6,450**	**93,246**	**7,146,271**

4. INTANGIBLE ASSETS

	Software US$
Cost	
At 1 April 2017 and at 31 March 2018	108,522
Assets written off	(108,522)
At 31 March 2019	--
Accumulated amortisation	
At 1 April 2017	91,579
Amortisation	14,888
At 31 March 2018	**106,467**
Amortisation	2,055
Adjustment relating to assets written off	(108,522)
At 31 March 2019	--
Carrying amount	
At 1 April 2017	16,943
At 31 March 2018	2,055
At 31 March 2019	--

5. NON-CURRENT FINANCIAL ASSET

	2019 US$	2018 US$
Employee security deposits(a)	32,061	43,566
Other deposits	11,829	10,118
Bank deposits more than 12 months' maturity	--	7,045,205
Interest accrued on fixed deposits	--	228,920
	43,890	7,327,809

(a) These deposits are held with Jebel Ali Free Zone Authority.

6. INVENTORIES

	2019 US$	2018 US$
Bunkers and lubricants	38,366	108,294

7. TRADE RECEIVABLES

	2019 US$	2018 US$
Current trade receivables:		
Less than six months	2,699,896	2,253,175
More than six months	2,310,585	2,651,933
Gross current trade receivables	5,010,481	4,905,108
Less: Allowance for expected credit losses	(2,310,585)	(2,651,933)
	2,699,896	2,253,175

Classification of current trade receivables:

	2019 US$	2018 US$
Secured, considered good	--	--
Unsecured, considered good	2,699,896	2,253,175
Doubtful	2,310,585	2,651,933
Total current trade receivables	5,010,481	4,905,108

A reconciliation of the movement in allowance for expected credit losses for trade receivables is as follows:

	2019 US$	2018 US$
Opening balance	2,651,933	4,510,389
Provisions made during the year	--	93,000
Amount written off	(341,348)	(746,102)
Provisions no longer required written back	--	(1,205,354)
Closing balance	2,310,585	2,651,933

8. CASH AND CASH EQUIVALENTS

	2019 US$	2018 US$
Cash on hand	792	6,480
Balances with banks in current accounts	2,199,645	107,695
Bank deposit less than 3 months' maturity	--	750,000
Cash and cash equivalents	2,200,437	864,175

8. OTHER BANK BALANCES

	2019 US$	2018 US$
Bank deposits (with 3-12 months' maturity)	19,599,647	12,687,441

10. 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. Ashish Gupta (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 2019	Total 2018
	US$	US$	US$	US$	US$
Included in trade receivables	--	--	--	--	
	--	--	1,418,649		1,418,649
Included in other financial assets	--	--	**2,428,880**	2,428,880	
	--	422	1,951,819		1,952,241
Included in other current assets	**205,048**	--	--	205,048	
	51,362	--	--		51,362
Included in trade payables	--	--	--	--	
	73,564	17,414	--		90,978

All balances are unsecured and are expected to be settled in cash. Repayment and other terms are set out in notes 27.

Significant transactions with related parties during the period were as follows:

	Parent company	Fellow subsidiaries	Companies under common ownership/ management control	Directors/ key management personnel	Total 2019	Total 2018
	US$	US$	US$	US$	US$	US$
Commercial management fee			**210,000**		210,000	
	--	--	145,000	--		145,000
Direct costs (services received)	**38,537**	**106,343**	--	--	144,880	
	135,258	107,083	--	--		242,341
Reimbursement of expenses						
(included in direct costs)	--	**2,664**	--	--	2,664	
	264,582	1,304	--	--		265,886
Reimbursement of services received	**554,222**	--	--	--	554,222	
	434,177	--	--	--		434,177
Reimbursement of services rendered	--	--	**11,550,093**	--	**11,550,093**	
	--	422	6,737,749	--		6,738,170
Directors' fees, remuneration and benefits(a)	--	--	--	302,119	**302,119**	
	--	--	--	282,205		282,205

(a) Include staff end-of-service gratuity and Director's sitting fees.

The Establishment has entered into significant transactions and contracts with related parties on an arm's length price basis.

11. SHORT-TERM LOANS AND ADVANCES

	2019 US$	2018 US$
Staff loans and advances	21,338	14,107
Deposits (other than employee security deposits)	6,110	7,065
	27,448	21,172

12. CONTRACT ASSETS/LIABILITIES

	2019 US$	2018 US$
Contract assets relating to costs incurred to fulfil a contract	295,196	--
Contract liabilities relating to advance received to fulfil a contract	288,561	562,115

13. OTHER FINANCIAL ASSETS

	2019 US$	2018 US$
Insurance claim receivable(a)	204,645	--
Interest accrued on fixed deposits	325,425	224,985
Other receivables (b)	2,736,869	3,434,997
	3,266,939	3,659,982

(a) This represents amounts receivable from an insurance company towards claim made for repair of Auxiliary engine of Vessel.

(b) This includes US$ 2,428,880 due from Martrade Shipping & Logistics GmbH, Germany towards expenses incurred for commercial management of voyages.

14. OTHER CURRENT ASSETS

	2019 US$	2018 US$
Prepaid expenses	72,882	48,217
Advance to suppliers	1,321,538	755,468
Advance tax	90,949	90,957
VAT	875	830
	1,486,244	895,472

15. SHARE CAPITAL

	2019 US$	2018 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

16. LONG-TERM PROVISIONS

	2019 US$	2018 US$
Provision for employee benefits		
Post-retirement benefits	427,779	333,972
Other long-term employee benefits	15,530	11,341
	443,309	345,313

17. POST-RETIREMENT BENEFITS

The Establishment operates post retirement defined benefit plans as follows:

	2019 US$	2018 US$
Unfunded		
Post-Retirement Gratuity		
Details of the gratuity plan are as follows:		
a. Opening obligation	339,173	341,363
b. Current service cost	40,515	45,442
c. Interest cost	16,972	15,604
d. Actuarial loss/(gain)	39,420	(1,369)
e. Benefits paid	--	(61,867)
f. Closing obligation	436,080	339,173
2. Expense recognised during the year		
a. Current service cost	40,515	45,442
b. Interest cost	16,972	15,604
c. Expected return on plan assets	--	--
d. Actuarial loss/(gain)	39,420	(1,369)
e. Expense recognised in the year	96,907	59,677
3. Key Assumptions used		
a. Discount rate	4.50%	5.00%
b. Rate of escalation in salary (per annum)	5.00%	5.00%
c. Mortality rate	Indian Assured Lives Mortality (2006-08) unit	Indian Assured Lives Mortality (2006-08) unit
4. Information for current and previous financial year		
a. Present value of defined benefit obligation	(436,080)	(339,173)
b. Plan assets at the end of the year	NA	NA
c. Funded status	(436,080)	(339,173)
d. Experience (loss)/gain adjustment on plan liabilities	(16,425)	1,369
e. Experience gain/(loss) adjustment on plan assets	NA	NA
f. Actuarial (loss)/gain due to change on assumptions	(22,995)	NA

18. TRADE PAYABLES

	2019 US$	2018 US$
Creditors for services	608,600	217,821
Provision for operating expenses	1,585,278	1,194,399
	2,193,878	1,412,220

19. OTHER CURRENT LIABILITIES

	2019 US$	2018 US$
Accruals	227,331	228,009
Advance received from customer	--	46,750
	227,331	274,759

20. SHORT-TERM PROVISIONS

	2019 US$	2018 US$
Provision for employee benefits:		
Post-retirement benefits	8,301	5,201
Other short-term employee benefits	263	175
	8,564	5,376

21.REVENUE FROM CONTRACTS WITH CUSTOMERS

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.

	2019 US$	2018 US$
Primary Geographical segment		
- UAE	15,944,670	8,124,254
- Asian countries	25,519,462	22,622,251
- Africa	--	1,162,683
- Australia	155,693	2,384,017
- Other middle east countries	2,361,886	1,601,600
- Europe	5,108,802	2,815,181
	49,090,513	**38,709,986**
Major service lines		
Time chartering	4,219,431	4,940,376
Demurrage income	4,229,958	2,027,466
Voyage chartering	40,431,124	31,597,144
Commercial management fees	210,000	145,000
	49,090,513	**38,709,986**
Timing of revenue recognition		
Over period of time	44,440,555	36,392,520
At a point in time	4,439,958	2,172,466
	49,090,513	**38,709,986**

22. OTHER INCOME

	2019 US$	2018 US$
Profit on disposal of tangible assets (net)	6,844	--
Interest income on fixed deposits	493,721	547,579
Excess provision written back	202,728	72,831
Rental income	29,565	31,686
Insurance claim received(a)	872,438	--
Provision for doubtful debts written back	--	1,205,354
Miscellaneous income	625	428
	1,605,921	1,857,878

(a) This includes an amount of US$ 807,438 of claims settled from the insurance company for repair of Auxiliary engine of Vessel. (see note 26 below).

23. DIRECT COSTS

	2019 US$	2018 US$
Vessel hire charges	25,341,308	19,389,247
Bunkering costs	8,663,756	6,303,933
Other direct costs	10,768,066	11,395,286
	44,773,130	37,088,466

24. EMPLOYEE BENEFIT EXPENSES

	2019 US$	2018 US$
Directors' fees, remuneration and benefits	286,050	267,635
Staff salaries and benefits	877,392	957,084
Staff end-of-service gratuity(a)	57,487	61,046
	1,220,929	1,285,765

(a) This includes an amount of US$ 23,069 (previous year US$ 14,570) payable the Director.

25. DEPRECIATION AND AMORTISATION EXPENSES

	2019 US$	2018 US$
Depreciation on tangible assets	1,834,137	119,031
Amortisation of intangible assets	2,055	14,888
	1,836,192	133,919

26. OTHER EXPENSES

	2019 US$	2018 US$
Rent	20,194	18,910
Loss on tangible assets written off	1,423	--
Allowance for expected credit losses	--	93,000
Vessel – Auxiliary engine repair cost	807,438	--
Legal charges	15,041	146,200
Other expenses	774,751	620,030
	1,618,847	878,140

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 31 December 2018	At amortised cost US$
Financial assets	
Non-current financial assets	43,890
Trade receivables	2,699,896
Cash and cash equivalents	2,200,437
Other bank balances	19,599,647
Short-term loans and advances	27,448
Contract assets	295,196
Other financial assets	3,270,234
	28,136,748
Financial liabilities	
Trade payables	2,193,878
Contract liabilities	288,561
	2,482,439

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 followup.

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.

	Bank balances (fixed deposits including accrued interest		Trade and other receivables	
	2019 US$	2018 US$	2019 US$	2018 US$
UAE	--	--	266,047	--
Other middle East countries	12,913,337	20,936,551	31,625	680,500
Asian countries	7,011,737	--	4,290,997	4,147,859
Australia	--	--	--	76,754
Europe	--	--	421,812	1,418,644

Significant concentration of credit risk by industry are as follows:

	2019 US$	2018 US$
Minerals	4,362,247	4,272,990
Shipping	157,277	--
Construction	782,858	632,118

Currency risk

There are no significant currency risks as substantially all financial assets and financial liabilities are denominated in US Dollars or UAE Dirhams which has fixed parity with the US Dollars except for the following:

	2019 US$	2018 US$
Indian Rupees		
Trade payables	--	5,321
Other current liabilities	--	6,659

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 non-current financial assets, cash and cash equivalents, trade receivables, other bank balances, short-term loans and other current financial assets approximate their carrying amounts largely due to the short-term maturities of these instruments.

28. AUDITOR'S REMUNERATION

	2019 US$	2018 US$
Audit fees	19,748	26,006

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:

	2019 US$	2018 US$
Not later than one year	658,450	445,713

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:

	2019 US$	2018 US$
Not later than one year	480,845	1,402,200

31. CONTINGENT LIABILITIES

	2019 US$	2018 US$
Income-tax demand	3,934	3,934

The above income tax demand represents the demand from the Indian income tax authorities for against additional tax of US$ 3,934 pertaining to financial years 2009-10 and 2010-11.

32. EARNINGS PER SHARE (BASIC)

The Establishment has entered into non-cancellable vessel charter agreement for which the future minimum hire payments to be made are as follows:

	2019 US$	2018 US$
Basic	1,085,881	958,984

33. COMPARATIVE INFORMATION

Previous year's figures have been regrouped/reclassified whenever necessary to make them comparable to the those of current year.

	2019 US$	2018 US$
Not later than one year	480,845	1,402,200

For **INTERNATIONAL SHIPPING AND LOGISTICS FZE**

SOUMYA RANJAN PATNAIK

CEO & DIRECTOR

TKM Global GmBH

CORPORATE INFORMATION

(As on 16th April, 2019)

Board of Directors
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, 2019.

FINANCIAL HIGHLIGHTS

(₹ in lakhs)

Sl. No.	Particulars	31.03.2019 Amount in INR	31.03.2019 Amount in EUR	31.03.2018 Amount in INR	31.03.2018 Amount in EUR
(a)	Total Income	452,162,230	5,603,696	368,257,769	4,875,649
(b)	Less: Operating and Administrative Expenses	409,335,908	5,072,944	401,581,378	5.316.846
(c)	Profit before taxes (PBT)	42,826,322	530,751	(33,323,609)	-441,197
(d)	Less: taxes (including deferred taxes)	10,750,087	133,227	(14,613,469)	193.479
(e)	Profit after taxes (PAT)	32,076,236	397,524	(18,710,141)	-247.718

DIVIDEND

The Management has proposed the payment of dividend of Euro 2 million to its shareholders for the year ended 31.03.2019.

OPERATIONAL REVIEW

During the year under review, the Company has achieved a total income of Euro 5,603,696 (Rs. 452.16 Mn) as compared to Euro 4,875,649 (Rs. 368.26 Mn) during the previous year.

During FY 18-19, the plan for break bulk cargo was 12,000 freight tons against which the actual for the year has been achieved at 20,043 freight tons, a 167% over planned.

The air freight volume stood at 325 metric tons which were higher than the planned. Total of 1725 air shipments have been handled during the year under review. This is a steep increase of over 100% more as compared to the figure of the previous year (833 shipments).

The operating contribution percentage for the year stood at 37.79% which is a 2.63% increase over the contribution percentage of the previous year. In a falling freight market, an increased contribution percentage has been possible since more than 70% of the container volume has been shipped under the trading model resulting in increased percentage over previous year. In addition, the increased break bulk cargo with a higher yield has contributed to the improved contribution margin.

The strengthening of the USD against the EUR has resulted in an increase in quantum of contribution, 40% of our business being traded in USD denominated freight.

With a large percentage of revenue in USD, the increased value of the USD has contributed to 8% (approx.) increase EUR denominated contribution against plan as per forecasted exchange rate.

The EBIT for the year 18-19 was EUR 0.608Mn (Rs. 49.04 Mn). The EBIT from operations stood at EUR 0.583 (Rs.XXXMn).

The turnover (operating) per employee was EUR 0.232Mn (Rs.XXXMn) for the year with an operating productivity of 332 shipments per employee per annum.

The Company forecasts the next financial year to be a challenging one but also one with many opportunities.

However, continued depressed container markets will push margins down to near zero. A large part of the FCL contract which we have bid basis a competitive price will result in several lanes being serviced at below cost. This was a strategic decision to keep competition out.

OPPORTUNITIES AND THREATS

i. With the container freight business having become transactional, the way forward is for the business to consolidate service offerings under a single commercial and service delivery contract
ii. Combine shore side services with ocean and air freight
iii. Tata Groups plans in the defence vertical provides an opportunity for defence specific logistics
iv. Tata Steel Bhusan Steel Ltd's import cargo volume ex China and Europe a good opportunity
v. Due to depressed markets, even the biggest players are today competing for retail business driving prices down
vi. Tata Steel project imports for TSK Phase II expansion holds a very positive opportunity provided we are able to integrate services offerings including India side road transportation, warehousing and material handling in plant
vii. Successfully bagged 100 percent of the inbound FCL ARC for 2019-20 account Tata Steel

EMPLOYEE RELATIONS

The Company continued to maintain excellent and cordial Industrial Relations and concerted efforts were put in to maintain Industrial Harmony and Peace. The Company expresses its appreciation for the dedication, commitment and sincere services rendered by the employees throughout the year.

DIRECTORS

As on 31st March 2019, 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. BRL Treuhand 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 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 GmbH

Date: 16th April, 2019
Place: Hamburg, Germany

Amar Patnaik
Geschaeftsfuehrer
(Managing Director)
DIN: 02730170

Condensed **Balance Sheet** as at 31 March, 2019

	Particulars	Note	As at 31st March 2019 EUR	As at 31st March 2018 EUR
I	**ASSETS**			
(1)	**Non-current assets**			
	a) Property, plant and equipment	1	271.723	99.886
	b) Intangible assets	1	3.159	2.903
	c) Financial assets		0	
	(ii) Other financial assets	2	4.649	29.649
	d) Other non-current assets	3	0	6.291.197
			279.531	6.423.635
(2)	**Current assets**			
	(a) Financial Assets			
	(i) Trade Receivables	4	733.021	1.130.089
	(ii) Cash and Cash Equivalents	5	23.676.165	17.938.142
	(iii) Other Financial Assets	6	139.064	124.116
	(b) Other Current Assets	7	862.698	703.368
			25.410.948	19.895.715
	TOTAL		**25.690.479**	**26.319.350**
	Particulars	**Note**	**As at 31st March 2019 ₹ in Lakhs**	**As at 31st March 2018 ₹ in Lakhs**
II.	**EQUITY AND LIABILITIES**			
	(1) Shareholders' funds			
	(a) Equity Share Capital	8	51.129	51.129
	(b) Other Equity	9	23.482.800	23.710.276
			23.533.929	**23.761.405**
	(2) Non-current liabilites			
	(a) Provisions	10	46.000	60.000
	(b) Deferred tax liabilities	10	40.082	5.905
			86.082	65.905
	(3) Current liabilities			
	(a) Financial Liabilities			
	(i) Trade payables	11	1.035.044	1.427.075
	(ii) Other financial liabilities	12	930.256	839.228
	(b) Current Provision	13	42.366	43.366
	(c) Other non-financial liabilities	14	302	181.320
	(d) Current tax-liabilities	15	62.500	1.051
			2.070.468	2.492.040
	TOTAL		**25.690.479**	**26.319.350**

See accompanying notes part of the condensed financial statements.

For TKM Global GmbH
Amar Patnaik
Global Head

Hamburg,

Condensed **Statement of Profit and Loss** for the period ended 31 March 2019

	Particulars	Note	For the quater ended		For the period ended	
			31.3.2019	31.3.2018	31.3.2019	31.3.2018
			EUR	EUR	EUR	EUR
I.	**Revenue from Operations**	16	1.687.733	1.259.266	5.533.649	4.767.472
II.	**Other Income**	17	43.514	26.523	70.047	108.177
III.	**Total Revenue**		**1.731.247**	**1.285.789**	**5.603.696**	**4.875.649**
IV.	**Expenses:**					
	Employee benefits expense	18	402.755	274.550	1.182.712	1.050.946
	Finance costs	19	88	182.324	-76.980	767.958
	Operational expenses	20	947.843	693.879	3.489.448	3.085.432
	Depreciation	21	15.175	11.249	52.574	42.843
	Other Expenses	22	168.044	125.848	425.190	369.667
	Total Expenses (IV)		**1.533.905**	**1.287.850**	**5.072.944**	**5.316.846**
V.	**Profit/(Loss) Before Tax (III-IV)**		**197.341**	**-2.061**	**530.751**	**-441.197**
VI.	**Tax Expense:**					
	current tax actual period	23	82.448	41.126	160.220	-6.917
	Current tax prior years	24	0	175.598	-61.170	91.843
	deffered tax	25	8.330	-1.526	34.177	108.553
	Total taxes		90.777	215.198	133.227	193.479
VII.	**Profit for the period**		**106.564**	**213.137**	**397.524**	**-247.718**
VIII.	**Earning per Equity Share**	**26**	**1.066**	**2.131**	**3.975**	**-2.477**

See accompanying notes forming part of the condenses financial statements

For TKM Global GmbH
Amar Patnaik
Global Head

Hamburg

Condensed **Cash Flow Statement** for the period ended 31. March 2019

Sl. No.	Particulars	Note No.	For the period ended 31st March 2019 EUR	For the year ended 31st March 2018 EUR
A.	**Cash Flows from Operating Activities**			
	Profit I Loss before Tax		530.751	-441.197
	Adiustmentfor:			
	extraordinary items		0	0
	depreciation		52.575	42.843
	loss on disposal fixed assets		11.186	0
	gain of disposal of financial assets		0	
	unrealized currency gain		-101.220	0
	interest income I expenses		-33.321	-100.718
	Operating profit before Working Capital		459.972	-499.072
	Adjustmentfor:			
	Trade and other receivables		409.881	-44.224
	Trade payable and other liabilities		-401.395	-690.229
	Cash generated from Operations		8.486	**-1.233.525**
	Taxes paid actual period		-313.105	-715.443
	Taxes paid prior period		0	-309.964
	Taxes received actual period		0	0
	Taxes received prior period		0	0
	Net Cash from operating activies		**155.353**	**-2.258.932**
B.	**Cash Flows from investing activities**			
	Paid in of disposal fixed assets		0	0
	Purchase of financial assets more than 12 months		6.316.197	0
	Paid in of disposal financial assets		0	0
	Purchase of subisidaries		0	0
	Movements in other financial assets		0	-4.771.031
	Movements in fixed deposits more than 3 less 12 months		3.188.147	4.919.862
	purchase of fixed assets		-235.855	0
	interest received		38.700	100.718
	Net Cash used in investigation activies		**9.307.189**	**249.549**
C.	**Cash Flow from financing activities**			
	Repayment of long term loan		0	0
	interest paid		0	0
	Payment Dividende		-625.000	0
	Net Cash introduced from financing activities		-625.000	0
	Net increase in Cash & Cash equivalents {A+B+q		8.837.542	-2.009.383
	Effect of exchange rate changes on cash and cash equivalents		88.628	0
	Cash and cash equivalents at the beginning of the reporting period		983.702	2.993.085
	Cash and ti15h e.guivalents at the end of the regortlng eerlod		9.909.872	983.702

For TKM Global GmbH
Amar Patnaik
Global Head

Hamburg,

Notes to the Financial Statements for the year ended 31 March 2019

Note 1: Tangible and intangible assets

	Gross Block				Depreciation				Net Block
	as at 01.04.2018	Additions	Dedution/ Disposals	As at 31.03.2019	As at 31.03.2018	For the period	on deduction /adjustment	as at 31.03.2019	As at 31.03.2019
Equipments	41.083	16.731	-3.775	54.039	28.712	7.470	-1.323	34.859	19.180
Funiture & Fixture	89.807	218.108	-53.388	254.527	53.305	17.236	-44.652	25.889	228.638
Vehicles	113.664	0	0	113.664	62.651	27.109	0	89.760	23.904
Property, plant and equipment	244.554	234.839	0	422.230	144.668	51.815	-45.975	150.508	271.722
Software	26.013	1.016	-351	26.678	23.111	759	-351	23.519	3.159
Intagible assets	26.014	1.016		26.678	23.111	759	-351	23.519	3.159

Note 2: Other financial assets	As at 31st March 2019	As at 31st March 2018
Loans and advances	-	25.000
Security deposit	4.649	4.649
	4.649	**29.649**

Note 3: Other non current assets	As at 31st March 2019	As at 31st March 2018
fixed deposit more than 12 months	-	6.291.197
(effective interest rate)	-	6.291.197

Note 4: Trade receivable	As at 31st March 2019	As at 31st March 2018
Trade receivables to third parties, unsecured	847.082	1.200.365
thereof exceeding more than 6 months	0	197.211
Less: allowance for doubtful depts	-105.622	-58.466
Less: lump-sum allowance	-8.440	-11.810
	733.021	1.130.089

Note 5: Cash and bank balances	As at 31st March 2019	As at 31st March 2018
Balances with banks	2.146.380	980.813
Fixed deposits less than three months	7.760.725	0
Cash on hand	2.767	2.889
Cash and Bank balances	9.909.872	983.702
Other bank balances (Fixed deposits more than 3 months and less 12 months)	13.766.293	16.954.440
	23.676.165	**17.938.142**

Note 6: Other financial assets	As at 31st March 2019	As at 31st March 2018
accrued interest	57.563	62.942
Security Deposit/ guarantees	0	50.000
Overpaid creditors	9.873	0
expected payment in transfer	64.218	0
interst on loan advances	0	2.204
Travel advances to personal	7.026	8.970
prepayment of suppliers	385	0
	139.064	**124.116**

Notes to the Financial Statements for the year ended 31 March 2019

Note 7: Other current assets	As at 31st March 2019	As at 31st March 2018
Tax refunds corporation tax previous year	354.784	315.044
Tax refunds city tax previous year	422.065	308.920
Tax prepayment city and corporation tax	0	0
Tax refunds VAT	29.993	28.610
prepayment and deferred charges	55.856	50.794
	862.698	703.368

Note 8: Share Capital	As at 31st March 2019	As at 31st March 2018
authorirsed issued and paid up	51.129	51.129
	51.129	51.129

Note 9: Reserves and Surplus	As at 31st March 2019	As at 31st March 2018
Profit brought forward Surpluse reserve	22.533.929	22.761.405
(effective interest rate)	948.871	948.871
	23.482.800	23.710.276

Note 10: Non Current Liabilites	As at 31st March 2019	As at 31st March 2018
longterm provision for tax	46.000	60.000
deferred tax, difference between German and Inda tax	40.082	5.905
	86.082	65.905

Note 11: Trade Payables	As at 31st March 2019	As at 31st March 2018
for operation	723.236	1.198.428
for accrued wages and salaries	311.808	228.647
	1.035.044	**1.427.075**

Note 12: Other Financial Liabilites	As at 31st March 2019	As at 31st March 2018
overpaid debtor	-	-
others	930.256	839.228
	930.256	839.228

Note 13: Current Provisions	As at 31st March 2019	As at 31st March 2018
provision for accounting and audit	42.366	43.366
	42.366	43.366

Note 14: Other Non-financial Liabilities	As at 31st March 2019	As at 31st March 2018
prepayments	302	181.320
	302	181.320

Note 15: Current Tax-liabilities	As at 31st March 2019	As at 31st March 2018
VAT import sales	0	1.051
City tax	0	0
Corporation tax	0	0
Witholding Tax	62.500	0
	62.500	1.051

Note 16: Revenue from operations	For the quater ended		For the period ended	
	31.03.2019	31.03.2018	31.03.2019	31.03.2018
Freight	1.687.733	1.259.266	5.533.649	4.767.472
	1.687.733	1.259.266	5.533.649	4.767.472

Notes to the Financial Statements for the year ended 31 March 2019

Note 17: Other income	For the quater ended		For the period ended	
	31.03.2019	31.03.2018	31.03.2019	31.03.2018
Interest	7.454	22.736	33.321	100.718
Other income	36.060	3.787	36.726	7.459
	43.514	26.523	70.047	108.177

Note 18: Employee benefits expense	For the quater ended		For the period ended	
	31.03.2019	31.03.2018	31.03.2019	31.03.2018
salaries and social welfare expenses	402.755	274.550	1.182.712	1.050.946
	402.755	274.550	1.182.712	1.050.946

Note 19: Finance costs	For the quater ended		For the period ended	
	31.03.2019	31.03.2018	31.03.2019	31.03.2018
Applicable net gain/loss on foreign	88	182.324	-76.980	662.081
currency transaction				
interest on tax payment recent years	0	0		105.877
	88	182.324	-76.980	767.958

Note 20: operational costs	For the quater ended		For the period ended	
	31.03.2019	31.03.2018	31.03.2019	31.03.2018
Freight	947.843	693.879	3.489.448	3.085.432
	947.843	693.879	3.489.448	3.085.432

Note 21: Depreciation and amortization	For the quater ended		For the period ended	
	31.03.2019	31.03.2018	31.03.2019	31.03.2018
Depreciation on tangible and intangible assets	15.175	11.249	52.574	42.843
	15.175	11.249	52.574	42.843

Note 22: other expenses	For the quater ended		For the period ended	
	31.03.2019	31.03.2018	31.03.2019	31.03.2018
Office	52.102	34.078	185.856	135.334
General sales and administration	40.368	39.866	107.752	96.130
Business development of promotion	7.706	27.754	36.634	81.439
Legal, accounting and secreterial	12.601	24.009	38.011	50.583
loss on debtors	55.266	141	56.936	6.181
	168.044	125.848	425.190	369.667

Note 23: Current Tax Actual Period	For the quater ended		For the period ended	
	31.03.2019	31.03.2018	31.03.2019	31.03.2018
Corporation tax and solditriy surcharge	37.000	-23.682	73.700	0
City tax	38.461	-24.361	76.461	0
Withholding tax	6.987	6.917	10.059	-6.917
	82.448	-41.126	160.220	-6.917

Note 24: Tax for prior periods	For the quater ended		For the period ended	
	31.03.2019	31.03.2018	31.03.2019	31.03.2018
Corporation tax and solditriy surcharge	0	-103.501	0	-37.777
City tax	0	-72.097	0	-54.066
Withholding tax	0	0	-61.170	0
	0	-175.598	-61.170	-91.843

Note 25: Deferred taxes	For the quater ended		For the period ended	
	31.03.2019	31.03.2018	31.03.2019	31.03.2018
difference between German and Inda tax	8.330	-1.526	34.177	108.553
	8.330	-1.526	34.177	108.553

Note 26: Earning per share	For the quater ended		For the period ended	
	31.03.2019	31.03.2018	31.03.2019	31.03.2018
profit after tax for continuning operations	106.564	213.137	397.524	-247.718
profit atrributable to shareholder	106.564	213.137	397.524	-24.718
Weight average no. of share for basic	100	100	100	100
	1.066	2.131	3.975	-247

h. Legal status and business activity

a) TKM Global GmbH 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). The establishment became a wholly owned subsidiary of TKM Global Logistics LTd., Ca company incorporated in India) 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

b) The establishment'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 ececute all appropriate activities. The company is also entitled to represent other companies, to hold interest and establish subsidiaries.

2. Significant account policies

The financial statements are prepared under the historical cost convention on accural basis and in accordance with the Indian Accounting Standards.

The significant accounting policies are as follows:

a) fixed assets and deprciation

all the fixed assets are stated at cost. Cost compromises of purchase price and ist attributable costs of bringing the assets to its working conditions for the intended use.

Depriciation on assets its provided on the straight-line method over the useful lives of assets. During current period, the company has revised its estimates of useful life of the fixed assets as prescribed in Part C of schedule II of the Companies Act, 2013, except for certain fixed assets for which different useful life have been considered.

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

b) leave salary

Provision is made for value of unutilized leave due to employees at the period ended on actual basis.

c) Revenue

Renevue represents freight invoiced to customers for services rendered during the period.

d) Revenue recognition

Income from freight/ service charges etc. and related liabilities are recognized when the relevant consignments are on board. Freight I Services charges etc. earned and realted freight I Service charge are stated at gross values.

e) Foreign currency transactions

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.

f) Cash and cash equivalents

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 hihgly liquid investments with a maturity of three months or less from the date of investement.

g) Bank deposit

Bank deposits are carried at cost.

h) Financial Intruments

Financial instruments of the establishment comprise trade and other receivables and accurals, cash and equivalents and other current financial assets.

Financial assets that do not have an active market and whose fair value cannot be estimated reliably are measured at amortized cost less any write-down for impairment if they have a fixed maturity date, and at cost less any write-down for impairment if there is no fixed maturity date.

Financial liabilities with no fixed maturity date are measured at cost and at amortized cost if they have no fixed maturity date.

Changes in values of such financial assets and financialliablilities are recognized in the income statement .

i) Taxes on income

Current tax is calculated under the tax payable method on the taxable income for the period as determined in accordance with the provisions of the German Corporate Income Tax Code.

Deferred tax is recognized 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.

Number of employees

The number of employees at the period ended 31 March 2019 was 8 without the the Global Head Logistics & Managing Directors-

related parties

related parties comprise the following

Ultimate parent company	Tata Steel Limited
	TM International Logistics LTD.
Joint Ventures of the Parent Company	IQ Martrade Holding und Management GmbH, Germany
	NYK Holding (Europe) B.V. Netherlands
Parent company	TKM Global Logistics Ltd.
Fellow Subsidiaries	International Shipping Ltd. FZE, Dubai
Global Heasd Logistics & managing director	Amar Patnaik

Financial Instruments: credit, interest rate and exchange rate risk exposures

Credit risk

Financial assets which potentially expose the establishment to concentrations of credit risk compriseprincipally bank accounts and trade receivables.

The establishment's bank accounts are placed with high credit quality financial instructions. Trade receivables are stated net of the allowance for doubtul recoveries.

Interest rate risk

There are no interest rate risks.

Exchange rage risk

There are no significant exchange rate risks as substantially all financial assetes and financial liabilities are denominated in Euro.

Financial Instruments : Fair values

The fair value of a financial instruments in the amount for which an asset could be exchanged, or a liability settled, between knowledgeable, willing parties in an arm's length transaction The fair values of the financial assets and finanical liabilities which are required to be carried at cost or at amortized cost approximate to their fair values.

7. related parties

related parties comprise the following

Ultimate parent company	Tata Steel Limited
	TM International Logistics LTD.
Joint Ventures of the Parent Company	IQ Martrade Holding und Management GmbH, Germany
	NYK Holding (Europe) B.V. Netherlands
Parent company	TKM Global Logistics Ltd.
Fellow Subsidiaries	International Shipping Ltd. FZE, Dubai
Global Heasd Logistics & managing director	Amar Patnaik

Transaction wit h relate d parties

Revenue (services rendered)	For the quater ended		For the period ended	
	31.03.2019	31.03.2018	31.03.2019	31.03.2018
TKM India	47.323	98.927	257.705	354.821
TMILL	0		4.539	0
Tata Steel, India	420.723	0	969.391	1.468.571
Tata Limited London	881.400		2.487.717	1.072.629
Tata Sons	0		0	14.338
Tata Taco Nanjing	374.171		1.726.549	1.902.114
TKM China	301	1.557	2.125	81.849
direct costs (service availed)				
TKM India	25.620	38.924	122.452	80.487
TMILL	1.059	9.354	1.059	9.354
Tata Steel, India				
Tata Limited London		822		822
Tata Sons				
Tata Tacon Nanjing				
TKM China	197.625	162.479	492.036	1.010.062

	for the quarter ended 31.03.2019	For the period ended 31.03.2018
Outstanding trade receivables		
TKM India	124.328	151.916
TMILL	4.539	0
Tata Indien	380.790	782.272
Tata London	209.473	85.343
Tata Taco Nanjing	11.421	
TKM China	1.318	939
Outstanding payable receivable		
TKM India	54.183	24.127
Tata Steel, India	0	
Tata Limited London	18.177	21.998
TMILL	0	9.374
Tata Tacon Nanjing	0	
TKM China	40.915	45.437

7. Contingent Liabilities

	As at 31.03.2019	As at 31.03.2018
Banker'letter gurantee	66.048	55.000
	66.048	55.000

Approved by managing directors on

For TKM Global GmbH

TKM Global China Limited

CORPORATE INFORMATION

(As on 16th April, 2019)

Board of Directors
Mr. Ashish Kumar Gupta
Mr. Amar Patnaik
Mr. Anand Chand

Managing Director
Mr. Ashish Kumar Gupta

Registered Office:
Unit G, Floor 11, HengJi Mansion
99 Huai Hai East Road, Huangpu District
Shanghai - 200 021, P. R. China
Tel: +8621 64155365
Fax: +8621 64156378

Management Team
Mr. Chirag Bijlani – General Manager

Auditors
M/s. Shanghai Jia Liang
CPAs
China

Bankers
HSBC Bank

TKM GLOBAL CHINA LIMITED

DIRECTORS' REPORT

TO THE MEMBERS,

The Directors hereby present their seventh report on the business and operations of the Company and the financial accounts for the year ended 31st March, 2019.

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

(₹ in lakhs)

Particulars	31.03.2019 Amount in INR	31.03.2019 Amount in RMB	31.03.2018 Amount in INR	31.03.2018 Amount in RMB
Revenue	18,88,68,002	1,83,01'163	24,71 ,28,159	2,39,46,063
Less: Direct Costs	15,85,91,991	1,53,67,441	21 ,65,47,518	2,09,82,880
Gross Profit	3,02,76,011	2,933,722	3,05,80,641	29,63,183
Less: Administrative Expenses	2,76,32,130	2,677,532	2,91 ,45,752	28,24,146
Profit/(Loss) from Operating Activities	26,43,881	256,190	14,34,890	1,39,037
Add: Other Income	**75,955**	**7,360**	**19,020**	**1,843**
Net profit/(Loss) for the year	**27,19,836**	**263,550**	**14,53,910**	**1,40,880**

OPERATIONAL REVIEW

During the year under review, the Company earned a total income of RMB18,301,163 (Rs. 18,88,68,002) vis-a-vis RMB 23,946,063 (Rs.24,71,28,159/-) during the previous financial year. The Net Profit for the FY'18-19 was RMB 263,550(Rs. 27,19,836) against a Net Profit 140,880 (Rs. 14,53,910/-) in FY'17-18.

During this period, Sea Freight export volumes had increased from 2,272TEUS to 2321TEUS, inspite of the drop in the nominated TSL Cargo. The earnings were better than the year before as landside services were aggressively sold.

Air Exports volumes dropped as the planned cargo from some local accounts shifted to Sea Mode from mid of mid FY'19. A total of 272 shipments were handled, many small lots were secured which resulted in better earnings overall.

Break Bulk Exports: During FY'19 the Company handled 1,368FRT BB Cargo, which was nil in the last year.

During the period, the operating contribution percentage stood at 16.03% as compared to 12.37% of the last year.

During the year, a positive operating cash flow was maintained while outstanding were kept under control.

OPPORTUNITIES AND CHALLENGES

- In 2018, China's Total trade grew 9.7 % from the previous year, Exports increased by 7.1 percent, while imports went up at a faster 12.9% y-o-y. Shanghai Port retained its top position as the world's busiest container port for the 9th consecutive year, as it recorded 42.01 million TEUs throughput.
- India-China bilateral trade in 2018 increased by 13.34% y-o-y, to reach US$95.7 billion. At this rate the bilateral trade is expected to cross USD100 billion mark in the year 2019, This ensures a good potential of volumes in this sector. (Source c11 country Report 2018).
- The Company needs to continue to offer End to End Solutions, which is the key for growth in volumes mainly for Sea Freights and more importantly to achieve target contribution .
- The focus will continue to expand on our local services both on Exports and Imports, Buyers Consolidations, Special Equipment's Exports and DDP/DDU service offers, which have proven to yield better contribution in the previous year .
- Sea Freight Volumes, on the account of TSL KP0-2 are expected to start this year both containerised and break-bulk cargo.
- Freight Rates are expected to be the same as in FY'19, though the carriers would try to increase it, backed by carriers' consolidating their capacity.

DIRECTORS

The Board of the Company comprises of 3 (Three) Non-Independent Non-Executive Directors.

As on 31st March, 2018, Mr. Amar Patnaik is the Legal Representative of the company and Mr. Ashish Kumar Gupta and Mr. Anand Chand continued to be the Directors on the Board of your 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 GmBH**

Amar Patnaik
Director
DIN: 02730170

Date: 16th April, 2019
Place: China

TKM GLOBAL CHINA LIMITED
INDEPENDENT AUDITORS' REPORT

To the Shareholders of TKM Global China Limited
(established in the People's Republic of China with limited liability)

Opinion

We have audited the financial statements of TKM Global China Limited ("the Company"), which comprise the statement of financial position as at 31 March 2019, 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 2019 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.
- 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.

Auditors' responsibilities for the audit of the financial statements (continued)

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
3 April 2019

Balance Sheet as at 31 March, 2019

CURRENCY: RMB

Particulars	Note No.	As at March 31, 2019	As at March 31, 2018
I. ASSETS			
Non-current assets			
Property, plant and equipment	9	90,657	72,070
Other intangible assets	10	15,660	17,087
Deferred tax assets	7	13,347	14,446
Total Non-Current Assets		**119,664**	**103,603**
Current Assets			
Trade and other receivables	11	1,778,388	1,541,654
Amount due from related companies	15	1,522,414	1,470,737
Cash and cash equivalents	16	2,240,553	2,067,441
Total Current Assets		**5,541,355**	**5,079,832**
Total Assets		**5,661,019**	**5,183,435**
II. EQUITY AND LIABILITIES			
Capital and reserves			
Issued capital	12	6,834,500	-
Accumulated losses	13	(3,118,358)	55.49
Total Equity		**3,716,142**	**3,115.73**
LIABILITIES			
Non-Current Liabilities			
Deferred tax liabilities	7	13,347	12.91
Total Non-Current Liabilities		**13,347**	**3,025.82**
		70,731	
Current Liabilities			
Trade and other payables	14	1,860,799	1,701,040
Amount due to related companies	15	70,731	15,357
Total current liabilities		**1,931,530**	**1,716,397**
Total liabilities		**1,944,877**	**1,730,843**
Total equity and liabilities		**5,661,019**	**5,183,435**

Statement of Profit and Loss for the year ended 31 March, 2019

CURRENCY: RMB

Particulars	Note No.	As at March 31, 2019	As at March 31, 2018
Revenue	5	18,301,163	23,946,063
Cost of Sales		(15,367,441)	(20,982,880)
Gross profit		**2,933,722**	**2,963,183**
Investment income	6	4,465	1,843
Administration expenses		(2,677,532)	(2,824,146)
Other gains		2,895	-
Profit before income tax		**263,550**	**140,880**
Income tax expense	7	-	-
Profit for the year	8	263,550	140,880
Other comprehensive income, net of income tax		**-**	**-**
Total comprehensive income for the year		**263,550**	**140,880**

Statement of Changes in Equity for Year ended 31st March 2019

CURRENCY: RMB

	Issued capital	Accumulated losses	Total
Balance at 1 April 2017	6,834,500	(3,522,788)	3,311,712
Profit for the year	-	140,880	140,880
Total comprehensive income for the year	**-**	**140,880**	**140,880**
-		**140,880**	
Balance at 31 March 2018	6,834,500	(3,381,908)	3,452,592
Balance at 1 April 2018	6,834,500	(3,381,908)	3,452,592
Profit for the year	-	263,550	263,550
Total comprehensive income for the year	-	**263,550**	**263,550**
-			
Balance at 31 March 2019	6,834,500	(3,118,358)	3,716,142

Cash Flow Statement for the year ended 31st March, 2019

CURRENCY: RMB

Particulars		For the year ended March 31, 2019	For the year ended March 31, 2018
Cash flows from operating activities			
Profit before income tax		**263,550**	**140,880**
Adjustments for:			
Depreciation on property, plant and equipment		13,913	9,757
Amortisation of intangible assets		7,527	7,120
Exchange (gain)/loss		(70,626)	237,056
Interest income		**(4,465)**	**(1,843)**
Operating profit before movements in working capital		209,899	392,970
Movements in working capital			
(Increase)/decrease in trade and other receivables		(236,734)	188,630
(Increase)/decrease in amount due from related companies		(51,677)	329,668
Increase/(decrease) in trade and other payables		159,759	(450,217)
Increase/(decrease) in amount due to related companies		55,374	(43,870)
Cash generated from operations		**136,621**	**417,181**
		-	
Income taxes paid	-		
Net cash generated from operating activities		**136,621**	**417,181**
Cash flows from investing activities			
Interest received		4,465	1,843
Payments for property, plant and equipment		(32,500)	(12,856)
Payments for software		(6,100)	-
Net cash used in investing activities		(34,135)	(11,013)
Cash flows from financing activities		-	-
Net increase in cash and cash equivalents		**102,486**	**406,168**
Cash and cash equivalents at 1 April		**2,067,441**	**1,898,329**
Effects of exchange rate changes		**70,626**	**(237,056)**
Cash and cash equivalents at 31 March		**2,240,553**	**2,067,441**

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2019

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 28 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 signifi cance 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.

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 classifi ed 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 classifi ed as operating leases.

The Company as lessee

Assets held under finance leases are initially recognised as assets of the Company at their fair value at the inception of the lease or, if lower, at the present value of the minimum lease payments. The corresponding liability to the lessor is included in the statement of financial position as a finance lease obligation.

Lease payments are apportioned between finance expenses and reduction of the lease obligation so as to achieve a constant rate of interest on the remaining balance of the liability. Finance expenses are recognised immediately in profit or loss, unless they are directly attributable to qualifying assets, in which case they are capitalised in accordance with the Company ' s general policy on borrowing costs. Contingent rentals are recognised as expenses in the periods in which they are incurred.

Operating lease payments are recognised as an expense on a straight-line basis over the lease term, except where another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed. Contingent rentals arising under operating leases are recognised as an expense in the period in which they are incurred.

In the event that lease incentives are received to enter into operating leases, such incentives are recognised as a liability. The aggregate benefi t of incentives is recognised as a reduction of rental expense on a straight-line basis, except where another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed.

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 reclassifi ed from equity to profit or loss on repayment of the monetary items.

3.6 Employee benefits

The Company's PRC employees are enrolled in the mandatory central pension plan operated by the local municipal government. The Company is required to make a contribution of the basic and other salaries of the employees or that specified by the local municipal government, to the central pension plan to fund the retirement benefits. The local municipal government undertakes to assume the retirement benefits obligations of all existing and future retired PRC employees. The only obligation of the Company in respect to the central pension plan is to meet the required contribution under the plan. The contributions are charged to the "statement of profit or loss" as they become payable in accordance with the rules of the central pension plan.

3.7 Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit or loss and other comprehensive income because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill.

Deferred tax liabilities are recognised for taxable temporary differences associated with investments in subsidiaries and associates, and interests in joint ventures, except where the Company is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with such investments and interests are only recognised to the extent that it is probable that there will be sufficient taxable profits against which to utilise the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

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

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets refl ects 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 IAS 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 classifi ed to the appropriate categories of property, plant and equipment when completed and ready for intended use. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use.

Depreciation on revalued buildings is recognised in profit or loss. On the subsequent sale or retirement of a revalued property, the attributable revaluation surplus remaining in the properties revaluation reserve is transferred directly to retained earnings.

Fixtures and equipment are stated at cost less accumulated depreciation and accumulated impairment losses.

Depreciation is recognised so as to write off the cost or valuation of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

Assets held under finance leases are depreciated over their expected useful lives on the same basis as owned assets. However, when there is no reasonable certainty that ownership will be obtained by the end of the lease term, assets are depreciated over the shorter of the lease term and their useful lives.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

3.9 Intangible assets

Intangible assets acquired separately

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

Derecognition of intangible assets

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

3.10 Impairment of tangible and intangible assets

At the end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest Company of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

3.11 Financial instruments

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

Initial measurement

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

3.12 Financial assets

Financial assets are classified into the following specified categories: financial assets subsequently measured at amortised cost, financial assets at fair value through other comprehensive income (FVOCI) and financial assets at fair value through profit or loss (FVTPL). The classification depends on both: (a) the Company's business model for managing the financial assets and (b) the contractual cash flow characteristics of the financial asset. All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

Financial assets subsequently measured at amortised cost

A financial asset shall be measured at amortised cost if both of the following conditions are met:

(a) the financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows and;

(b) the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at FVOCI

A financial asset shall be measured at fair value through other comprehensive income if both of the following conditions are met:

(a) the financial asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and;

(b) the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at FVTPL

A financial asset shall be measured at fair value through profit or loss unless it is measured at amortised cost or at fair value through other comprehensive income.

Option to designate a financial asset at fair value through profit or loss

Despite the above classification, the Company may, at initial recognition, irrevocably designate a financial asset as measured at fair value through profit or loss if doing so eliminates or significantly reduces a measurement or recognition inconsistency (sometimes referred to as an 'accounting mismatch') that would otherwise arise from measuring assets or liabilities or recognising the gains and losses on them on different bases.

Initial recognition

The Company shall recognise a financial asset or a financial liability in its statement of financial position when, and only when, the Company becomes party to the contractual provisions of the instrument. When the Company first recognises a financial asset, it shall measure it in accordance with 3.11.

Subsequent measurement

After initial recognition, the Company shall measure a financial asset in accordance with the classification at: (a) amortised cost; (b) fair value through other comprehensive income; or (c) fair value through profit or loss.

Amortised cost measurement - Effective interest method

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees 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

Recognition of expected credit losses

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.

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.

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 classifi ed 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 classifi ed 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:

- 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 item.

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

CURRENCY: RMB

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, 2019	For the year ended March 31, 2018
Rendering of service		18,301,163	23,946,063

5.1 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, 2019	For the year ended March 31, 2018
International forwarding		18,301,163	23,946,063

6. Investment income

		For the year ended March 31, 2019	For the year ended March 31, 2018
Interest income:			
Bank deposits		4,465	1,843

7. Income taxes

7.1 Income tax recognised in profit or loss

		For the year ended March 31, 2019	For the year ended March 31, 2018
Current tax		-	-
Deferred tax		-	-
Total income tax expense		-	-

CURRENCY: RMB

The income tax expense for the year can be reconciled to the accounting profit as follows:

		For the year ended March 31, 2019	For the year ended March 31, 2018
Profit before income tax		263,550	140,880
Income tax expense calculated at 25% Effect of unused tax losses and tax offsets		65,888	35,220
not recognised as deferred tax assets		(65,888)	(35,220)
Income tax expense recognised in profit or loss		-	-

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, 2019	For the year ended March 31, 2018
Deferred tax assets		13,347	14,446
Deferred tax liabilities		(13,347)	(14,446)
		-	-

Deferred tax (liabilities)/assets in relation to:

	For the year ended March 31, 2019	Recognised in profit or loss	For the year ended March 31, 2018
Depreciation	(14,446)	1,099	(13,347)
Tax losses	14,446	(1,099)	13,347
		-	-

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, 2019	For the year ended March 31, 2018
- tax losses (revenue in nature)		132,427	225,332
The unrecognised tax losses will expire in Y2019 to Y2022.			

8. Profit for the year

Profit for the year has been arrived at after charging/(crediting):

8.1 Depreciation and amortisation expense

		For the year ended March 31, 2019	For the year ended March 31, 2018
Depreciation of property, plant and equipment		13,913	9,757
Amortisation of intangible assets		7,527	7,120
Total depreciation and amortisation expense		21,440	16,877

8.2 Employee benefits expense

		For the year ended March 31, 2019	For the year ended March 31, 2018
Salaries		1,151,506	1,090,884
Social welfare		295,780	327,989
Total employee benefits expense		1,447,286	1,418,873

9. Property, plant and equipment

		For the year ended March 31, 2019	For the year ended March 31, 2018
Carrying amounts of:			
Equipment		5,428	7,445
Computers		34,579	7,452
Furniture & fixtures		50,650	57,173
		90,657	72,070

CURRENCY: RMB

	Equipment	Computers	Furniture & fixtures	Total
Cost				
Balance at 1 April 2018	131,036	13,200	103,062	247,298
Additions	-	32,500	-	32,500
Disposals	(8,774)	-	-	(8,774)
Balance at 31 March 2019	122,262	45,700	103,062	271,024
Accumulated depreciation				
Balance at 1 April 2018	(123,591)	(5,748)	(45,889)	(175,228)
Depreciation expense	(2,017)	(5,373)	(6,523)	(13,913)
Eliminated on disposals of assets	8,774	-	-	8,774
Balance at 31 March 2019	(116,834)	(11,121)	(52,412)	(180,367)

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. Other intangible assets

		For the year ended March 31, 2019	For the year ended March 31, 2018
Carrying amounts of:			
Software		15,660	17,087
Cost			
Balance at 1 April 2018			71,200
Additions			6,100
Balance at 31 March 2019			77,300
Accumulated amortisation			
Balance at 1 April 2018			(54,113)
Amortisation expense			(7,527)
Balance at 31 March 2019			(61,640)
The following useful lives are used in the calculation of amortisation.	Software 10 years		

11. Trade and other receivables

		For the year ended March 31, 2019	For the year ended March 31, 2018
Trade receivables		714,202	509,482
Allowance for doubtful debts		-	-
		714,202	509,482
Deposits		845,708	832,008
Prepayments & other receivables		218,478	199,544
VAT & other taxes		-	620
		1,778,388	1,541,654

12. Issued capital

		For the year ended March 31, 2019	For the year ended March 31, 2018
Share capital		6,834,500	6,834,500
Share premium		-	-
		6,834,500	6,834,500

13. Accumulated losses

CURRENCY: RMB

		For the year ended March 31, 2019	For the year ended March 31, 2018
Accumulated losses		(3,118,358)	(3,381,908)
Balance at beginning			(3,381,908)
Profi t attributable to owners of the Company			263,550
Balance at end			(3,118,358)

14. Trade and other payables

		For the year ended March 31, 2019	For the year ended March 31, 2018
Trade payables		1,649,064	1,529,770
Non-trade payables		209,279	164,360
VAT & other taxes		2,456	6,910
		1,860,799	1,701,040

15. Related party transactions

Details of transactions between the Company and its related parties are disclosed below:

15.1 Trading transactions

During the year, 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	
	31/3/19	31/3/18	31/3/19	31/3/18
TKM INDIA	1,663,742	1,762,244	552,178	345,386
TKM GERMAN	3,734,330	6,686,800	21,332	703,762
TRL CHINA	341,168	1,069,012	-	-
YORK QINGDAO	1,030,811	520,459	-	-
NANJING TATA	2,197,595	4,801,347	-	-
TATA STEEL UK LIMITED	-	138,749	-	-
	8,967,646	14,978,611	573,510	1,049,148

The following balances were outstanding at the end of the reporting period:

	Rendering of services For the year ended		Purchases of services For the year ended	
	31/3/19	31/3/18	31/3/19	31/3/18
TKM INDIA	379,394	580,491	62,257	15,357
TKM GERMAN	344,700	378,612	8,474	-
TRL CHINA	10,889	145,192	-	-
YORK QINGDAO	69,649	63,739	-	-
NANJING TATA	717,782	302,703	-	-
	1,522,414	1,470,737	70,731	15,357

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.

CURRENCY: RMB

16. 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 period 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, 2019	For the year ended March 31, 2018
Cash and bank balances		2,240,553	2,067,441

17. Operating lease arrangements

17.1 The Company as lessee

Leasing arrangements

Operating leases relate to leases of office with lease terms of 2 years.

Payments recognised as an expense

		For the year ended March 31, 2019	For the year ended March 31, 2018
Lease payments		180,176	175,009

Non-cancellable operating lease commitments

		For the year ended March 31, 2019	For the year ended March 31, 2018
Not later than 1 year		200,209	145,841
Later than 1 year and not longer than 5 years		166,841	-
		367,050	145,841

18. Financial risk management

18.1 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.

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.

CURRENCY: RMB

18.2 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.

19. Events after the reporting period

There are no events after the reporting period to be disclosed.

20. Approval of financial statements

The financial statements were approved by the board of directors and authorised for issue on 1 April 2019.

TM International Logistics Limited – Consolidated Financial Statement

TM INTERNATIONAL LOGISTICS LIMITED

INDEPENDENT AUDITORS' REPORT

To the Members of TM International Logistics Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

1. We have audited the accompanying Consolidated Financial Statements of TM International Logistics Limited (hereinafter referred to as the 'Holding Company") and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), which comprise the consolidated Balance Sheet as at March 31, 2019, the consolidated Statement of Profit and Loss (including Other Comprehensive Income), the consolidated Statement of Changes in Equity and the consolidated Cash Flow Statement for the year then ended, and notes to the Consolidated Financial Statements, including a summary of significant accounting policies and other explanatory information prepared based on the relevant records (hereinafter referred to as "the Consolidated Financial Statements).

2. In our opinion and to the best of our information and according to the explanations given to us, 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, 2019, consolidated total comprehensive income (comprising of profit and other comprehensive income), consolidated changes in equity and its consolidated cash flows for the year then ended.

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 Code of Ethics issued by Institute of Chartered Accountants of India, and we have fulfilled our other ethical responsibilities in accordance with the provisions of the Companies Act, 2013. 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 12 of the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our opinion.

Other Information

4. The Holding 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 Consolidated 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 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 12 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

5. The Holding Company's Board of Directors is responsible for the preparation and presentation of these Consolidated Financial Statements in term of the requirements of the Companies Act, 2013 that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows, and changes in equity of the Group in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the Consolidated Financial Statements by the Directors of the Holding Company, as aforesaid.

6. 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.

7. 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

8. 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.

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

   - Identify and assess the risks of material misstatement of the 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 Companies Act, 2013, we are also responsible for expressing our opinion on whether the Group has adequate internal financial controls system in place and the operating effectiveness of such controls.

   - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

   - Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and its associates and jointly controlled entities 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.

10. 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.

11. 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

12. We did not audit the financial statements/financial information of three subsidiaries whose financial statements/ financial information reflect total assets of Rs. 46,018.80 lakhs and net assets of Rs. 41,954.13 lakhs as at March 31, 2019, total revenue of Rs. 41,774.43 lakhs, total comprehensive income (comprising of profit and other comprehensive income) of Rs. 1,797.84 lakhs and net cash flows amounting to Rs. 7,890.52 lakhs for the year ended on that date, as considered in the Consolidated Financial Statements. These financial statements/ financial information have been audited by other auditors whose reports have been furnished to us by the Management, and our opinion on the Consolidated Financial Statements insofar as it relates to the amounts and disclosures included in respect of these subsidiaries and our report in terms of sub-section (3) of Section 143 of the Act including report on Other Information insofar as it relates to the aforesaid subsidiaries, is based solely on the reports of the other auditors.

    Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.

Report on Other Legal and Regulatory Requirements

13. 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 Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account and records maintained for the purpose of preparation of the Consolidated Financial Statements.

    (d) In our opinion, the aforesaid Consolidated Financial Statements comply with the Accounting Standards specified under Section 133 of the Act.

(e) On the basis of the written representations received from the directors of the Holding Company and its subsidiary company incorporated in India as on March 31, 2019 taken on record by the Board of Directors of the Holding Company and its subsidiary company incorporated in India, none of the directors of the Holding Company and its subsidiary company incorporated in India is disqualified as on March 31, 2019 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 financial statements of the Holding Company and its subsidiary company incorporated in India and the operating effectiveness of such controls, refer to our separate report in Annexure A.

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

i. The Consolidated Financial Statements disclose the impact of pending litigations as at March 31, 2019 on the consolidated financial position of the Group – Refer Note 33(a) to the Consolidated Financial Statements.

ii. The Group has long-term contracts as at March 31, 2019 for which there were no material foreseeable losses. The Group did not have any derivative contracts as at March 31, 2019.

iii. During the year ended March 31, 2019, there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company and its subsidiary company incorporated in India.

iv. The reporting on disclosures relating to Specified Bank Notes is not applicable to the Group for the year ended March 31, 2019.

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

Pinaki Chowdhury
Partner
Membership Number: 057572

Place: Kolkata
Date: April 16, 2019

ANNEXURE A TO INDEPENDENT AUDITORS' REPORT

Referred to in paragraph 13(f) of the Independent Auditors' Report of even date to the members of TM International Logistics Limited on the Consolidated Financial Statements for the year ended March 31, 2019

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

1. In conjunction with our audit of the Consolidated Financial Statements of the Company as of and for the year ended March 31, 2019, we have audited the internal financial controls with reference to Consolidated Financial Statements of TM International Logistics Limited (hereinafter referred to as "the Holding Company") and its subsidiary company, which are companies 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 Consolidated Financial Statements is applicable, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013 ("the Act").

Auditor's Responsibility

3. Our responsibility is to express an opinion on the Company's internal financial controls with reference to Consolidated Financial Statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the ICAI and the Standards on Auditing deemed to be prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to Consolidated Financial Statements was established and maintained and if such controls operated effectively in all material respects.

4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to Consolidated Financial Statements and their operating effectiveness. Our audit of internal financial controls with reference to Consolidated Financial Statements included obtaining an understanding of internal financial controls with reference to Consolidated Financial Statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the 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 and its subsidiary 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 are companies 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, 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

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

Pinaki Chowdhury
Partner
Membership Number: 057572

Place: Kolkata
Date: April 16, 2019

Consolidated **Balance Sheet** as at 31 March, 2019

₹ in Lakhs

	Particulars	Note	As at 31st March 2019	As at 31st March 2018
I	**ASSETS**			
(1)	**Non-current assets**			
	(a) Property, Plant and Equipment	4	8,664.14	8,709.24
	(b) Intangible Assets	5	3,840.09	4,036.60
	(c) Intangible Assets under Development		390.06	240.73
	(d) Financial assets			
	(i) Loans	6	404.51	539.52
	(ii) Other Financial Assets	7	83.16	9,814.14
	(e) Non-current Tax Asset (Net)	8	1,521.19	1,769.40
	(f) Deferred Tax Assets (Net)	43.1	1,262.71	1,355.89
	(g) Other Non-current Assets	9	273.57	5.15
	Total Non-current Assets		16,439.42	26,470.67
(2)	**Current Assets**			
	(a) Inventories	10	147.71	214.33
	(b) Financial Assets			
	(i) Investments	11	101.48	627.14
	(ii) Trade Receivables	12	20,074.36	12,926.99
	(iii) Cash and Cash Equivalents	13	10,305.46	3,403.33
	(iv) Other Bank Balances	14	32,871.73	31,168.54
	(v) Loans	15	176.06	77.54
	(vi) Other Financial Assets	16	2,747.31	1,881.80
	(c) Other Current Assets	17	9,963.22	4,594.17
	Total Current Assets		**76,387.33**	**54,893.84**
	Total Assets		**92,826.75**	**81,364.51**
II.	**EQUITY AND LIABILITIES**			
	EQUITY			
	(a) Equity Share Capital	18	1,800.00	1,800.00
	(b) Other Equity	19	61,605.08	57,904.12
	Total Equity		**63,405.08**	**59,704.12**
	LIABILITIES			
	(1) Non-Current Liabilities			
	(a) Financial Liabilities			
	Other Financial Liabilities	20	20.14	29.37
	(b) Provisions	21	3,027.61	2,901.48
	(c) Deferred Tax Liabilities (Net)	43.2	32.43	6.25
	Total Non-current Liabilities		**3,080.18**	**2,937.10**
	(2) Current Liabilities			
	(a) Financial Liabilities			
	(i) Trade Payables	22		
	(a) Total Outstanding Dues of Micro Enterprises and Small Enterprises		-	-
	(b) Total Outstanding Dues of Creditors other than Micro Enterprises and Small Enterprises		11,076.74	8,085.24
	(ii) Other Financial Liabilities	23	63.89	65.75
	(b) Provisions	24	540.91	595.74
	(c) Current Tax Liabilities (Net)	25	9.27	9.27
	(d) Other Current Liabilities	26	14,650.68	9,967.29
	Total Current Liabilities		**26,341.49**	**18,723.29**
	Total Liabilities		**29,421.67**	**21,660.39**
	Total Equity and Liabilities		**92,826.75**	**81,364.51**
	The accompaning Notes form an integral part of Consolidated Balance Sheet.			

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

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

For and on behalf of the Board of Directors

Pinaki Chowdhury
Partner
Membership Number 057572

Ashish Kr Gupta
Managing Director
DIN: 07808012

Sandipan Chakravortty
Chairman
DIN: 00053550

Place: Kolkata
Date: April 16, 2019

Jyoti Purohit
Company Secretary

Anand Chand
Chief Financial Officer

Consolidated **Statement of Profit and Loss** for the year ended 31 March, 2019

₹ in Lakhs

	Particulars	Note	For the Year ended 31st March 2019	For the Year ended 31st March 2018
I.	**I. Revenue from Operations**	27	84,045.20	57,301.50
II.	**Other Income**	28	2,431.56	2,451.08
III.	**Total Income (I +II)**		**86,476.76**	**59,752.58**
IV.	**Expenses**			
	Operational Expenses	29	66,166.75	43,260.56
	Employee Benefits Expense	30	5,846.14	5,796.03
	Finance Costs	31	143.40	53.62
	Depreciation and Amortization Expense	4 & 5	1,943.14	666.89
	Other Expenses	32	6,917.18	6,045.15
	Total Expenses		**81,016.61**	**55,822.25**
V.	**Profit Before Tax and Exceptional Items (III - IV)**		5,460.15	3,930.33
VI	**Exceptional Items**		-	1,135.66
VII.	**Profit Before Tax (V-VI)**		5,460.15	2,794.67
VIII.	**Income Tax Expense**	42	**1,662.68**	**1,085.71**
	(1) Current Tax		1,554.27	1,235.02
	(2) Tax Relating to Earlier Years		(12.11)	(69.37)
	(3) Deferred tax		120.52	(79.94)
IX.	**Profit for the Year (VII-VIII)**		**3,797.47**	**1,708.96**
X.	**Other Comprehensive Income**			
	Items that will not be Reclassified to Profit or Loss			
	(1) Remeasurements of the Post Employment Defined Benefit Obligations		1.46	49.18
	(2) Income Tax on Above		(7.39)	(6.12)
	Items that will be Reclassified to Profit or Loss			
	(1) Exchange Differences on Translation of Foreign Operations		719.42	2,823.51
XI.	**Total Comprehensive Income for the Year (IX+X)**		**4,510.96**	**4,575.53**
XII.	**Earning per Equity Share**			
	(1) Basic	38	21.10	9.49
	(2) Diluted		21.10	9.49

The accompaning Notes form an integral part of Consolidated Statement of Profit and Loss

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

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

For and on behalf of the Board of Directors

Pinaki Chowdhury
Partner
Membership Number 057572

Ashish Kr Gupta
Managing Director
DIN: 07808012

Sandipan Chakravortty
Chairman
DIN: 00053550

Place: Kolkata
Date: April 16, 2019

Jyoti Purohit
Company Secretary

Anand Chand
Chief Financial Officer

Consolidated **Statement of Cash Flows** for the year ended 31 March, 2019

₹ in Lakh

	Particulars	Note	For the Year ended 31st March 2019	For the Year ended 31st March 2018
A.	**CASH FLOW FROM OPERATING ACTIVITIES**			
	Profit Before Tax		5,460.15	2,794.67
	Adjustments for:			
	Depreciation / Amortisation Expenses		1,943.14	666.89
	(Gain)/ Loss on Disposal of Property, Plant & Equipment (Net)	28	(11.79)	1.17
	Profit on Sale of Investments	28	(34.50)	(46.29)
	Finance Costs	31	143.40	53.62
	Interest Income	28	(1,184.32)	(1,080.43)
	Dividend Income	28	(10.91)	(32.48)
	Bad Debts Written off	32	11.54	14.74
	Provision for Loss Allowance	32	74.74	67.03
	Provision for Loss Allowance Written Back	28	(16.29)	(784.24)
	Operating Profit before Changes in Operating Assets and Liabilities		**6,375.16**	**1,654.68**
	Changes in Operating Assets and Liabilities			
	(Increase)/ Decrease in Trade Receivables		(7,009.90)	3,518.63
	(Increase) in Financial Assets		(2,288.09)	(233.26)
	(Increase)/ Decrease in Other Assets		(3,985.92)	505.43
	(Increase)/ Decrease in Inventories		66.63	(114.13)
	Increase/ (Decrease) in Trade Payables		2,635.95	(1,812.09)
	Decrease in Financial Liabilities		(9.24)	(4.62)
	Increase/ (Decrease) in Other Liabilities		4,683.38	(1,362.14)
	Increase/ (Decrease) in Provisions		254.39	(3,171.57)
	Cash Generated from Operations		**722.36**	(1,019.07)
	Direct Taxes Paid (Net of Refund)		(1,293.94)	(2,113.38)
	Net Cash used in Operating Activities		**(571.58)**	(3,132.45)
B.	**CASH FLOW FROM INVESTING ACTIVITIES**			
	Payment for Acquisitions/ Construction of Property, Plant & Equipment		(1,561.61)	(6,188.35)
	Proceeds from Disposal of Property, Plant and Equipment		20.76	4.51
	Fixed Deposits (Placed)/ Realised (Net)		7,880.20	(5,183.32)
	Sale of Investment in Mutual Funds		28,134.69	43,426.94
	Purchase of Investment in Mutual Funds		(27,574.54)	(42,848.39)
	Interest Received		1,208.63	1,163.27
	Dividend Income Received		10.90	32.48
	Net Cash from/ (used in) Investing Activities		**8,119.03**	**(9,592.86)**
C.	**CASH FLOW FROM FINANCING ACTIVITIES**			
	Dividend Paid		(810.00)	(1,350.00)
	Dividend Distribution Tax Paid		-	(274.83)
	Net Cash used in Financing Activities		**(810.00)**	(1,624.83)
D.	**Effect of Exchange Rate on Translation of Foreign Currency Cash and Cash Equivalents**		164.68	2,935.58
	Net Increase in Cash & Cash Equivalents(A+B+C+D)		**6,902.13**	(11,414.56)
	Cash and Cash Equivalents at the Beginning of the Year		3,403.33	14,817.89
	Cash and Cash Equivalents at the End of the Year		**10,305.46**	3,403.33

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

This is the Consolidated Cash Flow Statement referred to in our report of even date

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

Pinaki Chowdhury
Partner
Membership Number 057572

Place: Kolkata
Date: April 16, 2019

For and on behalf of the Board of Directors

Ashish Kr Gupta
Managing Director
DIN: 07808012

Sandipan Chakravortty
Chairman
DIN: 00053550

Jyoti Purohit
Company Secretary

Anand Chand
Chief Financial Officer

Consolidated **Statement of Changes in Equity** for the period ended 31 March, 2019

₹ in Lakh

A. Equity Share Capital (Refer Note 18)	₹ in Lakhs
Balance as at 31st March 2017	**1,800.00**
Changes in Equity Share Capital during the Year	-
Balance as at 31st March 2018	**1,800.00**
Changes in Equity Share Capital during the Year	-
Balance as at 31st March 2019	**1,800.00**

₹ in Lakh

B. Other Equity (Refer Note 19)	Other Equity				
	General Reserves	Retained Earnings	Capital Reserve	Foreign Currency Translation Reserve	Total
Balance as at 1st April 017	8,562.57	39,220.90	630.36	6,539.59	54,953.42
Profit for the Year	-	1,708.96	-	-	1,708.96
Other Comprehensive Income for the Year	-	43.06	-	2,823.51	2,866.57
Final Dividend on Equity Shares for FY 2016-17	-	(1,350.00)	-	-	(1,350.00)
Dividend Distribution Tax	-	(274.83)	-	-	(274.83)
Balance as at 31st March 2018	8,562.57	39,348.09	630.36	9,363.10	57,904.12
Balance as at 1st April 2018	8,562.57	39,348.09	630.36	9,363.10	57,904.12
Profit for the Year	-	3,797.47	-	-	3,797.47
Other Comprehensive Income for the Year	-	(5.93)	-	719.42	713.49
Final Dividend on Equity Shares for FY 2017-18	-	(810.00)	-	-	(810.00)
Balance as at 31st March 2019	**8,562.57**	**42,329.63**	**630.36**	**10,082.52**	**61,605.08**
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
Chartered Accountants

For and on behalf of the Board of Directors

Pinaki Chowdhury
Partner
Membership Number 057572

Ashish Kr Gupta
Managing Director
DIN: 07808012

Sandipan Chakravortty
Chairman
DIN: 00053550

Place: Kolkata
Date: April 16, 2019

Jyoti Purohit
Company Secretary

Anand Chand
Chief Financial Officer

Consolidated Notes to the Financial Statements

for the year ended 31 March, 2019

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 functional and presentation currency of the Group is Indian Rupee (Rs.) which is the currency of the primary economic environment in which the Group operates.

The Consolidated Financial Statements were approved and authorised for issue with the resolution of the Parent Company's Board of Directors on 16th April 2019.

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 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 Group 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 Buildings	30/60 years
Plant and Equipments	7 - 15 years
Vehicles	5 - 10 years
Vessels	6 - 7 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 recognized 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#12-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 in which a significant portion of the risks and rewards of ownership are not transferred to the Group as lessee are classified as operating leases. Payments made under operating leases are recognised as expense in the Statement of Profit and Loss on a straight-line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

As A Lessor

Rental income from operating leases is recognised in the Statement of Profit and Loss on a straight line basis over the term of the relevant lease unless another systematic basis is more representative of the time pattern in which economic benefits from the leased asset is diminished. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying value of the leased asset and recognised on a straight-line basis over the lease term.

2.6 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 recognized 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) Off-setting 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.

2.7 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 Group 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 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 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 Group's decision to terminate the employment or an employee's decision to accept Group'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 Group, is charged to the Statement of Profit and Loss.

2.11 Income Tax

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

2.12 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.

2.13 Revenue Recognition

Effective 1st April 2018, the Group has applied Ind AS 115 'Revenue from Contracts with Customers', using the retrospective effect method. Ind AS 115 replaces Ind AS 18 'Revenue' and Ind AS 11 'Construction Contracts'. The adoption of the standard did not result in any adjustments in the Consolidated Financial Statements. Also refer Note 47.

Pursuant to adoption of Ind AS 115, 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.

2.14 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 (Rs.), 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 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 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
-

2.15 Earnings per Share

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

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 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 37.

2.17 Standards issued but not yet effective

Ministry of Corporate Affairs (MCA) has notified Companies (Indian Accounting Standards) Amendment Rules, 2019 and the Companies (Indian Accounting Standards) Second Amendment Rules, 2019 containing the following new amendments to Ind AS, which the Group has not applied as they are effective for annual periods beginning on or after 1st April 2019.

Ind AS 116 - 'Leases'
Ind AS 116 'Leases' eliminates the classification of leases as either finance leases or operating leases. All leases are required to be reported on an entity's balance sheet as assets and liabilities. Leases are capitalised by recognising the present value of the lease payments and showing them either as lease assets or together with property, plant and equipment. If lease payments are made over time a financial liability representing the future obligation will be recognised.

Ind AS 116 will be effective from 1 April 2019. The Group is currently assessing the impact of the new standard and expects there to be some increase to the assets and liabilities recognised in the financial statements, as well as the corresponding impact of the classification on the Statement of Profit and Loss.

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 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 Consolidated Financial Statements.

The areas involving critical estimates or judgements are:

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

B. Estimation of Expected Useful Lives and Residual Values of Property, Plant and Equipment
Management reviews its estimate of useful lives of property, plant and equipment at each reporting date, based on the expected utility of the assets. Uncertainties in these estimates relate to technical and economic obsolescence that may change the utility of property, plant and equipment.

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

D. Recognition of Profits on Voyages in Progress/ Trips in Progress
Profit on voyages in progress is recognised only when, in the opinion of management, sufficient progress has been made on the voyage/ trip that the final outcome can be reliably estimated. Otherwise no profits are recognised on such contracts.

E. Contingencies
Legal proceedings covering a range of matters are pending against the Group. Due to the uncertainty inherent in such matters, it is often difficult to predict the final outcomes. The cases and claims against the Group often raise difficult and complex factual and legal issues that are subject to many uncertainties and complexities, including but not limited to the facts and circumstances of each particular case and claim, the jurisdiction and the differences in applicable law, in the normal course of business. The Group consults with legal counsel and certain other experts on matters related to litigations. The Group accrues a liability when it is determined that an

adverse outcome is probable and the amount of the loss can be reasonably estimated. In the event an adverse outcome is possible or an estimate is not determinable, the matter is disclosed.

F. Deferred Taxes

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

Note 4 and 5: Property, Plant and Equipment and Intangible Assets

₹ in Lakh

	As at 31st March 2019	As at 31st March 2018
Net Carrying Amount of :		
Note 4- Property Plant and Equipment		
Carrying amount of :		
Buildings	2,298.25	2,072.59
Plant and Equipments	5,691.85	6,151.26
Furniture and Fixtures	321.94	191.94
Vehicles	228.56	175.18
Office Equipments	123.54	118.27
Total Property Plant and Equipment	**8,664.14**	**8,709.24**
Note 5- Intangible Assets		
Softwares	155.30	82.13
Special Freight Train Operator Licence	902.47	952.47
Operational Rights under Service Concession Agreement Berth#12- Haldia Port	2,782.32	**3,002.00**
Total Intangible Assets	**3,840.09**	**4,036.60**

Note 4 and 5: Property, Plant and Equipment and Intangible Assets

	Note 4						Note 5			
	Buildings	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#12- Haldia Port	Total Intangible Assets
Gross Carrying Amount as at 1st April, 2018	2,219.19	6,443.93	355.60	342.50	263.36	**9,624.58**	216.25	1,000.00	3,649.26	**4,865.51**
Additions	256.10	573.52	180.44	150.62	70.02	**1,230.70**	105.76	-	-	**105.76**
Disposals	-	13.44	71.61	73.39	99.94	**258.38**	0.27	-	-	**0.27**
Exchange Differences on Consolidation	39.51	336.91	5.36	1.50	6.28	**389.56**	3.74	-	-	**3.74**
Gross Carrying Amount as at 31st March, 2019	**2,514.80**	**7,340.92**	**469.79**	**421.23**	**239.72**	**10,986.46**	**325.48**	**1,000.00**	**3,649.26**	**4,974.74**
Accumulated Depreciation/Amortisation as at 1st April, 2018	146.60	292.67	163.66	167.32	145.09	**915.34**	134.12	47.53	647.26	**828.91**
Charge for the Year	61.37	1,378.26	42.67	97.31	61.22	**1,640.83**	32.63	50.00	219.68	**302.31**
Disposals	-	13.44	66.37	73.77	95.82	**249.40**	0.28	-	-	**0.28**
Exchange Differences on Consolidation	8.58	(8.42)	7.89	1.81	5.69	**15.55**	3.71	-	-	**3.71**
Accumulated Depreciation/ Amortisation as at 31st March, 2019	**216.55**	**1,649.07**	**147.85**	**192.67**	**116.18**	**2,322.32**	**170.18**	**97.53**	**866.94**	**1,134.65**
Net Carrying Amount at the Beginning of the Year	**2,072.59**	**6,151.26**	**191.94**	**175.18**	**118.27**	**8,709.24**	**82.13**	**952.47**	**3,002.00**	**4,036.60**
Net Carrying Amount at the End of the Year	**2,298.25**	**5,691.85**	**321.94**	**228.56**	**123.54**	**8,664.14**	**155.30**	**902.47**	**2,782.32**	**3,840.09**

	Note 4						Note 5			
	Buildings	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#12- Haldia Port	Total Intangible Assets
Gross Carrying Amount as at 1st April, 2017	2,128.34	748.26	342.99	239.93	228.68	**3,688.20**	157.83	-	3,649.26	**3,807.09**
Additions	88.88	5,695.67	8.83	103.52	49.89	**5,946.79**	54.58	1,000.00	-	**1,054.58**
Disposals	-	-	7.78	-	24.45	**32.23**	-	-	-	**-**
Exchange Differences on Consolidation	1.97	-	11.56	(0.95)	9.24	**21.82**	3.84	-	-	**3.84**
Gross Carrying Amount as at 31st March, 2018	**2,219.19**	**6,443.93**	**355.60**	**342.50**	**263.36**	**9,624.58**	**216.25**	1,000.00	**3,649.26**	**4,865.51**
Accumulated Depreciation/Amortisation as at 1st April 2017	96.67	162.35	128.78	80.29	100.22	**568.31**	91.56	-	427.58	**519.14**
Charge for the Year	49.38	129.96	34.31	86.32	60.44	**360.41**	39.27	47.53	219.68	**306.48**
Disposals	-	-	6.55	-	21.17	**27.72**	-	-	-	**-**
Exchange Differences on Consolidation	0.55	0.36	7.12	0.71	5.60	**14.34**	3.29	-	-	**3.29**
Accumulated Depreciation/ Amortisation as at 31st March 2018	**146.60**	**292.67**	**163.66**	**167.32**	**145.09**	**915.34**	**134.12**	**47.53**	**647.26**	**828.91**
Net Carrying Amount at the Beginning of the Year	**2,031.67**	**585.91**	**214.21**	**159.64**	**128.46**	**3,119.89**	**66.27**	**-**	**3,221.68**	**3,287.95**
Net Carrying Amount at the End of the Year	**2,072.59**	**6,151.26**	**191.94**	**175.18**	**118.27**	**8,709.24**	**82.13**	**952.47**	**3,002.00**	**4,036.60**

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 : Net carrying value of building comprises of Leasehold building with Written Down Value as at 31st March 2019 of ₹ 299.75 lakhs (31st March 2018: ₹ 53.41 lakhs)
Note 3 : Title deeds of immovable properties are held in the name of the companies within the Group.

₹ in Lakh

6. LOANS- NON CURRENT	As at 31st March 2019	As at 31st March 2018
Unsecured, Considered Good		
Security Deposits	325.13	437.66
Loan to Employees	79.38	101.86
	404.51	**539.52**

₹ in Lakh

7. OTHER FINANCIAL ASSETS- NON CURRENT	As at 31st March 2019	As at 31st March 2018
Unsecured, Considered Good		
Deposits with Banks (with Maturity of More than 12 Months) #	80.76	9,664.15
Interest Accrued on Deposits	2.40	149.99
	83.16	**9,814.14**
Earmarked Amount	**18.00**	**-**
# Financial Assets carried at Amortised Cost		

₹ in Lakh

8. NON CURRENT TAX ASSETS (NET)	As at 31st March 2019	As at 31st March 2018
Advance Payment of Taxes (Net of Provisions)	1,521.19	1,769.40
[Net of Provision for Tax: ₹ 7,931.61 (31st March 2018: ₹ 6,562.56 Lakhs)]		
	1,521.19	**1,769.40**

₹ in Lakh

9. OTHER NON CURRENT ASSETS	As at 31st March 2019	As at 31st March 2018
Capital Advances	69.20	-
Prepaid Expenses	204.37	5.15
	273.57	**5.15**

₹ in Lakh

10. INVENTORIES- CURRENT	As at 31st March 2019	As at 31st March 2018
At Lower of Cost and Net Realisable Value		
Stores and Spares etc.	147.71	214.33
	147.71	**214.33**

₹ in Lakh

11. INVESTMENTS-CURRENT	As at 31st March 2019	As at 31st March 2018
Investment Carried at Fair Value through Profit or Loss		
Investments in Mutual Funds (Unquoted)		
Tata Liquid Fund Direct Plan-Daily Dividend Reinvestment (Formerly known as Tata Money Market Fund-Direct Plan-Daily Dividend Reinvestment)"	101.48	627.14
10,132.57 (31st March 2018: 62,613) Units		
	101.48	**627.14**
Aggregate Value of Unquoted Investments	**101.48**	**627.14**

₹ in Lakh

12. TRADE RECEIVABLES	As at 31st March 2019	As at 31st March 2018
Trade Receivable Considered Good - Unsecured #	20,074.36	12,926.99
Trade Receivable - Credit Impaired #	1,748.45	1,821.78
	21,822.81	**14,748.77**
Less : Loss Allowance #	1,748.45	1,821.78
	20,074.36	**12,926.99**
# Include Dues to Related Parties (Refer Note 49)	15,995.56	8,419.60

₹ in Lakh

13. CASH & CASH EQUIVALENTS	As at 31st March 2019	As at 31st March 2018
Cash on Hand	3.75	9.39
Cheques, Drafts on Hand	-	31.28
Balances with Banks		
In Current Account	4,267.20	1,674.83
In Deposit Account	6,034.51	1,687.83
	10,305.46	**3,403.33**

₹ in Lakh

14. OTHER BANKS BALANCES	As at 31st March 2019	As at 31st March 2018
Fixed Deposits with Banks	32,871.73	31,168.54
	32,871.73	**31,168.54**
* Earmarked Amount	1,780.14	1,426.85

₹ in Lakh

15. LOANS- CURRENT	As at 31st March 2019	As at 31st March 2018
Unsecured, Considered Good		
Security Deposits	129.42	40.86
Loan to Employees	46.64	36.68
	176.06	**77.54**

₹ in Lakh

16. OTHER FINANCIAL ASSETS- CURRENT	As at 31st March 2019	As at 31st March 2018
Unsecured, Considered Good		
Interest Accrued on Deposits	486.10	362.82
Contract Assets	226.52	-
Insurance Claim Receivable	141.56	-
Other Receivables	1,893.13	1,518.98
	2,747.31	**1,881.80**

₹ in Lakh

17. OTHER CURRENT ASSETS	As at 31st March 2019	As at 31st March 2018
Balance with Government Authorities @	761.74	948.24
Prepaid Expenses	303.25	334.60
Advance to Employees	10.77	7.47
Advance to Supplier/Service Providers	8,887.46	3,300.48
Other Advances	**-**	**3.38**
	9,963.22	**4,594.17**

@ Balances with Government Authorities primarily include unutilised goods and service tax on purchases, city tax input credits etc. These are regularly utilised to offset the goods and service tax, city tax, etc payable by the Group. Accordingly, these balances have been classified as current assets.

in Lakh

18: EQUITY SHARE CAPITAL	As at 31st March 2019	As at 31st March 2018
Authorised		
1,90,00,000 Equity Shares of ₹ 10 each	**1,900.00**	1,900.00
[31st March 2018: 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 2018: 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 2019		As at 31st March 2018	
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 Equity Shares held by Shareholders holding more than 5% of the aggregate shares in the Company

	As at 31st March 2019		As at 31st March 2018	
	No. of Shares (in Lakhs)	%age	No. of Shares (in Lakhs)	%age
Tata Steel Limited	91.80	51.00	91.80	51.00
NYK Holding (Europe) B.V.	46.80	26.00	46.80	26.00
IQ Martrade Holding Und Management GmbH	41.40	23.00	41.40	23.00
	180.00	**100.00**	**180.00**	**100.00**

₹ in Lakh

19: OTHER EQUITY	As at 31st March 2019	As at 31st March 2018
General Reserves		
Balance at the Beginning of the Year	8,562.57	8,562.57
Add; Transfer within Equity	-	-
Balance at the End of the Year	8,562.57	8,562.57
Retained Earnings		
Balance at the beginning of the Year	39,348.09	39,220.90
Profit for the Year	3,797.48	1,708.96
Other Comprehensive Income for the Year - Remeasurement of Post Employment Defined Benefit Obligation, Net of Tax	(5.93)	43.06
Final Dividend on Equity Shares	(810.00)	(1,350.00)
Tax on Dividends on Above	-	(274.83)
Balance at the End of the Year	**42,329.64**	**39,348.09**
Capital Reserve	**630.36**	**630.36**
Foreign Currency Translation Reserve		
Balance at the Beginning of the Year	9,363.10	6,539.59
Add/(Less): Exchange Differences on Translation of Foreign Operations during the Year	719.42	2,823.51
Balance at the End of the Year	10,082.52	9,363.10
	61,605.09	**57,904.12**

₹ in Lakh

20: OTHER FINANCIAL LIABILITIES- NON CURRENT	As at 31st March 2019	As at 31st March 2018
Liability for Employee's Family Benefit Scheme	20.14	29.37
	20.14	**29.37**

₹ in Lakh

21. PROVISIONS- NON CURRENT	As at 31st March 2019	As at 31st March 2018
Provision for Employee Benefits		
- Provision for Gratuity	312.98	218.12
- Post Retirement Medical Benefit Payable	30.92	32.49
- Director Pension Scheme Payable	193.35	178.52
- Employee Separation Scheme	795.41	923.65
- Provision for Compensated Absences	728.55	744.13
Replacement Obligation for Berth#12 at Haldia Port	966.40	804.57
	3,027.61	**2,901.48**

₹ in Lakh

22. TRADE PAYABLES- CURRENT	As at 31st March 2019	As at 31st March 2018
Creditors for Supplies and Services - Micro Enterprises and Small Enterprises	-	-
Creditors for Supplies and Services - Others #	10,124.24	7,230.09
Creditors for Accrued Wages and Salaries	952.50	855.15
	11,076.74	8,085.24
# Include dues to Related Parties *(Refer Note 49)*	**9.30**	**0.65**

₹ in Lakh

23. OTHER FINANCIAL LIABILITIES- CURRENT	As at 31st March 2019	As at 31st March 2018
Capital Liabilities	61.89	28.85
Security Deposit #	2.00	2.00
Liability for Employee's Family Benefit Scheme	-	34.90
	63.89	65.75
# Include Dues to Related Parties (Refer Note 49)	**2.00**	**2.00**

₹ in Lakh

24. PROVISIONS- CURRENT	As at 31st March 2019	As at 31st March 2018
Provision for Employee Benefits		
- Provision for Gratuity	32.14	111.31
- Post Retirement Medical Benefit Payable	2.87	2.82
- Director Pension Scheme Payable	206.37	15.87
- Employee Separation Scheme	-	189.34
- Provision for Compensated Absences	25.94	26.67
Replacement Obligation for Berth#12 at Haldia Port	273.59	249.73
	540.91	**595.74**

₹ in Lakh

25. CURRENT TAX LIABILITIES (NET)	As at 31st March 2019	As at 31st March 2018
Provision for Taxes (Net of Advance Tax) [Net of Advance: ₹ 85.72 Lakhs (31st March 2018: ₹ 85.72 Lakhs]	9.27	9.27
	9.27	9.27

₹ in Lakh

26. OTHER CURRENT LIABILITIES	For the Year ended 31st March 2019	For the Year ended 31st March 2018
Contract Liabilities #	14,315.46	9,692.05
Dues Payable to Goverment Authorities @	313.61	258.28
Other Payables	21.61	16.96
	14,650.68	9,967.29
# Include Dues to Related Parties (Refer Note 49)	11,124.93	8,703.80

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

₹ in Lakh

27. REVENUE FROM OPERATIONS	For the Year ended 31st March 2019	For the Year ended 31st March 2018
Income from Port Related Services	27,153.24	16,722.91
Income from Special Train Freight Operation (SFTO)	10,224.28	6,131.96
Income from Shipping Freight	34,262.20	24,956.22
Income from Freight, Agency and Related Services	12,045.94	9,115.18
Income from Warehousing Services	359.54	260.52
Other Services	-	114.71
	84,045.20	**57,301.50**

Management expects that 100% of the transaction price allocated to the unsatisfied contracts as of 31st March 2019 will be recognised as revenue during the next reporting period (₹ 646.00 Lakhs). As permitted under the transitional provisons in Ind AS 115, the transaction price allocated to partially unsatisfied performace obligations as of 31st March 2018 is not disclosed.

₹ in Lakh

28. OTHER INCOME	For the Year ended 31st March 2019	For the Year ended 31st March 2018
Dividend Income from Mutual Funds	10.91	32.48
Interest on Income Tax Refund	101.95	-
Interest Income from Deposits	1,082.37	1,080.43
Gain on Foreign Currency Transactions (Net)	91.46	-
Recovery of Bad Debts	0.70	-
Profit on Sale of Property Plant & Equipment (Net)	11.79	-
Profit on Sale of Investments in Mutual Funds	34.50	46.29
Other Non Operating Income	43.59	70.69
Income from Insurance Claim	106.16	4.06
Provision for Loss Allowances Written Back	16.29	784.24
Income from Rental Services	20.64	30.89
Liabilities no Longer Required Written Back	911.20	402.00
	2,431.56	**2,451.08**

₹ in Lakh

29. OPERATING EXPENSES	For the Year ended 31st March 2019	For the Year ended 31st March 2018
Intraport Transportation including On Shore Handling	928.53	682.18
Stevedoring & Other Related Expenses	14,240.41	5,564.11
Equipment Assistance Charges	238.38	265.66
Royalty to Kolkata Port Trust - Haldia Dock Complex	1,047.96	884.60
Vessel Hire Charges	17,686.70	12,500.19
Bunkering Charges	6,046.78	4,064.13
Ocean Freight Charges	9,766.74	6,966.54
Railway Freight Charges	8,625.39	4,956.71
Other Charges	7,585.86	7,376.44
	66,166.75	**43,260.56**

₹ in Lakh

30. EMPLOYEE BENEFIT EXPENSE	For the Year ended 31st March 2019	For the Year ended 31st March 2018
Salaries and Wages, including Bonus	5,280.58	5,131.15
Contribution to Provident and other Funds	321.56	383.36
Staff Welfare Expenses	244.00	281.52
	5,846.14	**5,796.03**

₹ in Lakh

31. FINANCE COST	For the Year ended 31st March 2019	For the Year ended 31st March 2018
Unwinding of Discount	143.40	53.62
	143.40	**53.62**

₹ in Lakh

32. OTHER EXPENSES	For the Year ended 31st March 2019	For the Year ended 31st March 2018
Consumption of Stores and Spare Parts	610.29	399.66
Power & Fuel	123.99	125.41
Rent (including Plot Rent)	1,048.92	895.46
Repairs to Buildings	283.91	128.51
Repairs to Machinery	320.71	512.90
Repairs- Others	199.68	168.89
Insurance Charges	147.72	129.13
Rates and Taxes	53.72	39.03
Travelling Expenses	377.08	412.63
Lease Rent of Rakes-SFTO	1,020.16	621.75
Loss on Foreign Currency Transactions (Net)	0.00	495.32
Corporate Social Responsibility Expenditure (Refer Note Below)	79.09	86.39
Replacement Obligation under SCA at Berth#12, Haldia	131.46	113.07
Security Charges	229.54	199.80
Loss on Sale of Property Plant and Equipments (Net)	-	1.17
Provision for Loss Allowance	74.74	67.03
Bad Debts Written off [Net of Adjustment of Provision for Loss Allowance ₹ 240.07 Lakhs (31st March 2018: ₹ 493.34 Lakhs)]	11.54	14.74
Professional & Consultancy charges	263.73	305.48
Payment to Auditors (Refer Note Below)	48.58	60.60
Miscellaneous Expenses	1,892.32	1,268.18
	6,917.18	**6,045.15**

32.1 Payment to Auditors

₹ in Lakh

	For the Year ended 31st March 2019	For the Year ended 31st March 2018
As Auditors		
- Audit Fees	35.48	38.47
- Tax Audit	3.84	2.84
- Other Matters (including Certification)	7.18	17.26
- Out of Pocket Expenses	2.08	2.03

32.2 Corporate Social Responsibility Expenditure

₹ in Lakh

	For the Year ended 31st March 2019	For the Year ended 31st March 2018
a) Gross amount required to be spent by the Group during the Year	78.34	82.03
b) Amount Spent during the Year		
(i) Construction/Acquisition of an Asset	43.84	53.34
(ii) On Purposes other than (i) Above	35.25	33.05

33. CONTINGENCIES:

₹ in Lakh

a. Particulars	31st March 2019	31st March 2018
Claims against the Group not acknowledged as debts		
Service Tax	7,684.72	7,741.58
Income Tax	478.22	483.38
Tariff Authority of Major Ports	10,768.57	9,720.09
Kolkata Port Trust (KoPT)	1,706.06	1,694.99
Others	102.13	103.44
Customs Duty	25.00	25.00
	20,764.70	**19,768.48**

The details of material litigations is as described below:

Taxes, Dues and Other Claims

(a) Service Tax: ₹ **705.96 Lakhs** (31st March 2018: ₹ 705.96 Lakhs). The Service Tax Department has raised the demand for handling of export cargo and intra-port transportation for the FY 2001-02 to FY 2005-06 and the Parent Company has filed writ petitions and obtained stay orders from Hon'ble High Court of Orissa. The matter is pending with Hon'ble High Court of Orissa.

(b) The Service Tax Department has raised the demand for ₹ **6,677.63 Lakhs** (31st March 2018: ₹ 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) Kolkata Port Trust has claimed an amount of ₹ **1,280.02 Lakhs** (31st March 2018: ₹ 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.

(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 ₹ **9,288.42 Lakhs** (31st March 2018: ₹ 8,293.24 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# 12, 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 ₹ **1,480.14 Lakhs** (31st March 2018: ₹ 1,426.85 Lakhs) with a scheduled bank till April, 2014.

b. The Group is in the process of evaluating the impact of the recent Supreme Court Judgment in case of "Vivekananda Vidyamandir And Others Vs The Regional Provident Fund Commissioner (II) West Bengal" and the related circular (Circular No. C-I/1(33)2019/Vivekananda Vidya Mandir/284) dated March 20, 2019 issued by the Employees' Provident Fund Organisation in relation to non-exclusion of certain allowances from the definition of "basic wages" of the relevant employees for the purposes of determining contribution to provident fund under the Employees' Provident Funds & Miscellaneous Provisions Act, 1952. In the assessment of the management, the aforesaid matter is not likely to have a significant impact and accordingly, no provision has been made in these Financial Statements.

34. COMMITMENTS

(a) In terms of the Licence Agreement dated 29th January 2002 with Board of Trustees for the Port of Kolkata, the Parent Company is required to invest in equipments and infrastructure in Berth #12 (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 2019, Parent Company's investments in equipments and infrastructure aggregate to ₹ **2580.00 Lakhs** (31st March 2018: ₹ 2580.00 Lakhs).

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

(b) Estimated amount of contracts remaining to be executed on capital account and not provided for: ₹ **244.45 Lakhs** (31st March 2018: ₹162.09 Lakhs).

35. LEASES

The Group has cancellable operating lease arrangements for certain warehouse and office space. Terms of such lease include option for renewal on mutually agreed terms. There are no restrictions imposed by lease arrangements and there are no purchase options or sub leases or contingent rents. Operating lease rentals (including sub-lease) for the year recognised in profit or loss amounts to ₹ **832.89 Lakhs** (31st March 2018 - ₹ 694.45 Lakhs).

Commitments for Minimum Lease Payments in Relation to Non-cancellable Operating Leases are Payable as follows:

₹ in Lakh

	As at 31st March 2019	As at 31st March 2018
Within One Year	2,647.28	1,235.21
Later than One Year but not Later than Five Years	7,135.98	2,987.59
Later than Five Years	2,383.15	1,780.43
	12,166.41	**6,003.23**

The lease expenses recognised during the year relating to non-cancellable leases amounts to ₹1,389.45 Lakhs (31st March 2018: ₹822.76 Lakhs).

36. The Parent Company had rolled out Early Separation Scheme effective 1st July 2017 for its unionised employees of port operations at Haldia & Paradip. The said scheme was rolled out to all unionised employees with some pre-condition with regard to age, number of years in service, etc. Accordingly, management had accepted the admission of 20 employees into the scheme in the financial year ended 31st March 2018. The present value of total outflow of the scheme as at 31st March 2018 was shown under 'Exceptional Items' in the Statement of Profit and Loss Account for the year then ended. The corresponding liability of ₹ 795.41 lakhs (31st March 2018: ₹ 923.65 lakhs) is appearing as Provision-Non Current and ₹ 188.46 lakhs (31st March 2018: 189.34 lakhs) is appearing as Provision-Current in the Balance Sheet.

37. SEGMENT REPORTING

A. Segment Information

The Group's CODM has identified three reportable segments of its business viz. Port 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 Lakh

Particulars	For the year ended 31 March, 2019				
	Business Segments			Eliminations	Total
	Port Operations & Others	Shipping	Freight Forwarding		
Revenue from External Customers	**37,737.05**	**34,262.20**	**12,045.95**	**-**	**84,045.20**
	(23,115.39)	(24,956.22)	(9,229.89)	-	(57,301.50)
Inter-Segment Revenue	**63.95**	**-**	**382.33**	**(446.28)**	**-**
	(285.73)	-	(69.15)	354.88	-
Total Segment Revenue	**37,801.00**	**34,262.20**	**12,428.28**	**(446.28)**	**84,045.20**
	(23,401.12)	(24,956.22)	(9,299.04)	354.88	(57,301.50)
Time of Revenue Recognition					
At a Point in Time	27,576.73	-	12,428.28	(446.28)	39,558.73
	(17,269.16)	-	(9,299.04)	354.88	(26,213.32)
Over Time	10,224.28	34,262.20	-	-	44,486.48
	(6,131.96)	(24,956.22)	-	-	(31,088.18)

Segment Results:

₹ in Lakh

Particulars	For the year ended 31 March, 2019				
	Business Segments			Eliminations	Total
	Port Operations & Others	Shipping	Freight Forwarding		
Segment Profit before Finance Cost and Tax	**4,615.58**	**500.59**	**339.02**	**-**	**5,455.19**
	(1,967.13)	(363.08)	497.74	-	(1,832.47)
Reconciliation to Profit before Tax					
Unallocable Income/(Expenses) (Net)					**148.36**
					(1,015.82)
Finance Cost					**143.40**
					(53.62)
Profit Before Tax					**5,460.15**
					(2,794.67)
Other Information					
Depreciation and Amortisation (Allocable)	**587.31**	**1,281.55**	**74.27**		**1,943.13**
	(520.66)	(86.34)	(59.89)		(666.89)
Other Significant Non-Cash Expenses other than Depreciation	-	-	**74.74**		**74.74**
	(2.72)	(59.96)	(5.53)		(68.20)

Segment Assets:

₹ in Lakh

Particulars	As at 31st March, 2019			
	Business Segments			Eliminations
	Port Operations & Others	Shipping	Freight Forwarding	
Segment Assets	**32,438.89**	**10,175.96**	**#REF!**	**#REF!**
	(19,711.17)	(10,127.96)	(3,536.94)	(33,376.07)
Unallocable Assets				**46,143.36**
				(47,988.44)
Total Assets				**#REF!**
				(81,364.51)

Segment Liabilities:

₹ in Lakh

Particulars	As at 31st March, 2019			
	Business Segments			Eliminations
	Port Operations & Others	Shipping	Freight Forwarding	
Total Segment Liabilities	**24,499.20**	**2,186.95**	**2,726.10**	**29,412.25**
	(17,116.01)	(1,382.69)	(3,152.43)	(21,651.13)
Unallocable Liabilities				**9.41**
				(9.26)
Total Liabilities				**29,421.66**
				(21,660.39)

** Figures in brackets represents comparative figures of previous year.*

C. Entity-wise Disclosures:

(i)

₹ in Lakh

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, 2019	For the year ended 31st March, 2018
India	53,267.53	27,033.73
Rest of the World	30,777.67	30,267.77

(ii)

₹ in Lakh

Non-current Assets (other than Financial Assets and Deferred Tax Assets) by Location of the Assets is shown below:	For the year ended 31st March, 2019	For the year ended 31st March, 2018
India	9,457.63	8,580.44
Rest of the World	5,231.41	6,180.71

(iii)

₹ in Lakh

Details of Major Customers Accounting for more than 10% of Revenue from External Customers:	For the year ended 31st March, 2019	For the year ended 31st March, 2018
Tata Steel Limited	33,907.99	32,160.89

₹ in Lakh

38. EARNINGS PER SHARE (EPS) :	For the Year ended 31st March 2019	For the Year ended 31st March 2018
(A) Basic		
(i) Number of Equity Shares at the Beginning of the Year (₹ in Lakhs)	180.00	180.00
(ii) Number of Equity Shares at the End of the Year (₹ in Lakhs)	180.00	180.00
(iii) Weighted Average Number of Equity Shares		
Outstanding during the Year (₹ in Lakhs)	180.00	180.00
(iv) Face Value of Each Equity Share (₹)	10.00	10.00
(v) Profit after Tax Attributable to the Equity Shareholders		
Profit for the Year (₹ in Lakhs)	3,797.47	1,708.96
(vi) Basic Earnings per Equity Share (₹) [(v)/(iii)]	21.10	9.49
(B) Diluted		
(i) Dilutive Potential Equity Shares	-	-
(ii) Earnings per Equity Share (₹) [Same as (A)(vi) above]	**21.10**	**9.49**

39. Interest in Subsidiaries

The Parent Company's subsidiaries at 31st March 2019 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 THE SUBSIDIARY	Principal Activity	Place of Incorporation and Operation	Proportion of Ownership Interest and Voting Power held by the Group	
			31st March 2019	31st March 2018
International Shipping & Logistics FZE	Shipping	UAE	100%	100%
TKM Global Logistics Limited	Frieght Forwarding	India	100%	100%
TKM Global GMBH	Frieght Forwarding	Germany	100%	100%
TKM Global China Limited	Frieght Forwarding	China	100%	100%

40. 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 emplyees 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 Company has recognised expenses under defined benefit contributions in Statement of Profit and Loss, as below:

₹ in Lakh

	For the Year ended 31st March 2019	For the Year ended 31st March 2018
Superannuation Fund	58.86	62.25
Tata Employees' Pension Scheme	5.99	9.00
Provident Fund (with Regional Provident Fund Commissioner)	34.81	31.60
Total	**99.66**	**102.85**

(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 got exemption under Section 17 of the Employees' Provident Fund and Miscellaneous Provisions Act, 1952 from the Central Govt., Ministry of Labour and Employment for setting up of an exempted Provident Fund Trust w.e.f. 30th March, 2009. Accordingly, the Parent Company has been contributing PF dues from June, 2009 onwards to the Trust fund created under the name and style as 'TM International Logistics Limited Employees' Provident Fund' Both the employees and the Parent Company make monthly contributions to the Fund at specified percentage of the employee's salary and aggregate contributions along with interest thereon are paid to the employees/nominees at retirement, death or cessation of employment. The Trusts invest funds following a pattern of investments prescribed by the Government. The interest rate payable to the members of the Trusts is not lower than the rate of interest declared annually by the Government under The Employees' Provident Funds and Miscellaneous Provisions Act, 1952 and shortfall, if any, on account of interest is to be made good by the Parent Company.

The Actuary has carried out actuarial valuation of plan's liabilities and interest rate guarantee obligations as at the Balance Sheet date using Projected Unit Credit Method as outlined in the Guidance Note 29 issued by the Institute of Actuaries of India. Based on such valuation, an amount of Nil (31st March 2018 - ₹ 4.31 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 Lakh

Principal Actuarial Assumptions	31st March 2019	31st March 2018
Discount Rate	**4.5% - 7.5%**	**7.50%**
Expected Return on Exempted Fund	8.75%	8.55 % - 8.75%
Expected Guranteed Interest Rate	**8.65%**	**5.00% - 9.00%**

The Company has recognised expenses under defined benefit plan in Statement of Profit and Loss, as below:

₹ in Lakh

Nature of Benefits	For the Year ended 31st March 2019	For the Year ended 31st March 2018
Provident Fund	104.65	138.93

Post Retirement Gratuity

The Group provides Gratuity Benefits to its employees. Gratuity liabilities of Parent Company and one of its subsidiary are funded. The present value of these defined benefit obligations are ascertained by an independent actuarial valuation as per the requirement of Indian Accounting Standards 19 - Employee Benefits. The liability recognised in the balance sheet is the present value of the defined benefit obligations on the balance sheet date less the fair value of the plan assets (for funded plans), together with adjustments for unrecognised past service costs. All actuarial gains and losses are recognised in Statement of Profit and Loss in full in the year in which they occur.

These plans typically expose the Group to acturial risks such as investment risk, interest rate risk, longevity risk and salary risk.

Discount Rate Risk	The Group is exposed to the risk of falling discount rate.A fall in discount rate will eventually increase the ultimate cost of providing the above benefit thereby increasing the value of liability.
Demographic Risk	The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality and attrition rates of plan participants.An increase in life expectancy or service term of the plan participants will increase the plan's liability.
Salary Growth Risk	The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

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

₹ in Lakh

Description	31st March 2019	31st March 2018
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	**1,273.59**	1,478.64
b. Current Service Cost	**98.82**	111.53
c. Interest Expenses	**87.64**	86.72
d. Curtailment (Credit)/ Cost	**-**	(21.30)
e. Remeasurement Losses		
Actuarial Gain arising from Changes in Experience Adjustments	**(22.57)**	(35.21)
Actuarial (Gain)/Loss arising from Changes in Financial Assumptions	**16.05**	(49.66)
f. Benefits Paid	**(83.12)**	(364.31)
g. Acquisitions	**-**	38.57
h. Plan Amendments	**-**	27.04
i. Exchange Rate Variation	**13.40**	1.58
h. Present Value of Obligation at the End of the Year	**1,383.81**	1,273.59
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	**944.18**	1,230.41
b. Acquisation Adjustments	**(3.06)**	-
c. Interest Income	**71.28**	75.30
d. Contributions from Employer	**96.48**	54.85
e. Return on Plan Assets, excluding Amounts included in Interest Income Above	**12.93**	(52.07)
f. Benefits Paid	**(83.12)**	(364.31)
g. Fair Value of Plan Assets at the End of the Year	**1,038.69**	944.18
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	**1,383.81**	1,273.59
b. Fair Value of Plan Assets at the End of the Year	**1,038.69**	944.18
c. Liabilities Recognized in the Balance Sheet	**345.12**	329.43
Provision for Employee Benefit - Current (Refer Note 24)	**32.14**	111.31
Provision for Employee Benefit - Non current (Refer Note 21)	**312.98**	218.12
4. Expense Recognized in the Statement of Profit and Loss during the Year		
a. Service Cost		
- Current Service Cost	**98.82**	**111.53**
- Past Service Cost	**-**	27.04
b. Curtailment Cost / (Credit)	**-**	(21.30)
c. Net Interest Cost	**16.35**	11.42
Total Expense Recognized during the Year in the Statement of Profit and Loss	**115.17**	128.69

Description	31st March 2019	31st March 2018
5. Expense Recognised in Other Comprehensive Income		
a. Actuarial Gain due to DBO Experience	**(22.57)**	(35.21)
b. Actuarial (Gain)/Loss due to DBO Assumption Changes	**16.05**	(49.66)
c. Actuarial Gain arising during the Year (a + b)	**(6.52)**	(84.87)
d. Return on Plan Assets, excluding Amounts included in Interest Income Above	**(12.93)**	52.07
Total (Income)/Expense Recognised in Other Comprehensive Income (c + d)	**(19.45)**	(32.80)
6. Category of Plan Assets:		
Fund Managed by Tata Steel Limited	**871.68**	793.26
Funded with LICI	**163.07**	150.92
7. Maturity Profile of Defined Benefit Obligation		
a. Within 1 Year	**73.23**	69.74
b. 2-5 Years	**312.57**	215.37
c. More than 5 Years	**953.02**	5,190.01
8. Assumptions		
a. Discount Rate (per annum)	**4.50% to 7.50%**	5.00% to 7.50%
b. Rate of Escalation in Salary (per annum)	**5.00% to 9.00%**	5.00% to 9.00%

Assumption regarding future mortality experience are based on mortality tables of Indian Assured Lives Mortality (2006-2008) published by the Institute of Actuaries of India

₹ in Lakh

9. Investment Details of Fund Managed by Tata Steel Limited for Parent Company	For the Year Ended 31st March 2019	For the Year Ended 31st March 2018
	Amount invested in %	Amount invested in %
Investment Details		
a. Government of India Securities	8.16%	8.41%
b. Public Sector unit Bonds	0.44%	2.34%
c. State / Central Government Guarenteed Securities	7.09%	6.66%
d. Private Sector unit Bonds	6.97%	6.36%
e. Others (including bank balances)	77.34%	76.20%

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 Lakh

Effect of change in	For the Year Ended 31st March 2019		For the Year Ended 31st March 2018	
	Discount Rate	Salary Escalation	Discount Rate	Salary Escalation
Increase by 1%				
(i) Aggregate Service and Interest Cost	(120.85)	134.62	(113.63)	128.30
(ii) Closing Balance of Obligation	1,262.08	1,517.55	1,159.96	1,401.89
Decrease by 1%				
(i) Aggregate Service and Interest Cost	138.97	(119.58)	130.93	(113.62)
(ii) Closing Balance of Obligation	1,521.90	1,263.35	1,404.52	1,159.97

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 ₹**43.48 Lakhs** (31st March 2018 - ₹70.55 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 2019 is 9-11 years (31st March 2018: 9-12 years).

₹ in Lakh

Details of Post Retirement Defined Benefit Obligations (Other than Provident Fund and Gratuity) are as follows:

Effect of change in	For the year ended 31st March 2019		For the year ended 31st March 2018	
	Medical	Ex- MD Pension	Medical	Ex- MD Pension
1. Reconciliation of Opening and Closing Balances of Obligation				
a. Opening Defined Benefit Obligation	35.31	194.38	38.12	211.55
b. Interest Cost	2.61	13.89	2.57	14.22
c. Remeasurement (Gain)/Loss:				
(i) Actuarial Gain/ Loss Arising from Changes in Financial Assumptions	-	-	(1.34)	(7.38)
(ii) Actuarial Gains/ Loss Arising from Experience Adjustments	(3.19)	21.37	(1.35)	(7.20)
d. Benefits Paid	(0.99)	(18.38)	(2.69)	(16.81)
Closing Defined Benefit Obligation	**33.74**	**211.26**	**35.31**	**194.38**
2. Present Value of Obligations				
a. Present Value of Obligation as at the End of the Year	33.74	211.26	35.31	194.38
b. Amount Recognised in the Balance Sheet				
(i) Retirement Benefit Liability - Current	2.86	17.91	2.82	15.87
(ii) Retirement Benefit Liability - Non Current	30.92	193.35	32.49	178.51
3. 3. Amounts Recognised in the Statement of Profit and Loss during the Year:				
a. Net Interest Expenses	2.61	13.89	2.57	14.22
Components of Defined Benefit Costs Recognised in Profit or Loss	2.61	13.89	2.57	14.22
b. Remeasurement on the Net Defined Benefit Liability:				
(i) Actuarial Gain Arising from Changes in Financial Assumptions	-	-	(1.34)	(7.38)
(ii) Actuarial (Gain)/ Loss Arising from Experience Adjustments	(3.16)	21.37	(1.35)	(7.20)
Components of Defined Benefit Costs recorded in Other Comprehensive Income	(3.16)	21.37	(2.69)	(14.58)
Total	**(0.55)**	**35.26**	**(0.12)**	**(0.36)**
4. The Principal Assumptions used for the Purpose of the Acturial Valuations were as follows:				
a. Discount Rate (Per Annum)	**7.50%**	**7.50%**	**7.50%**	**7.50%**
b. Medical Inflation (Per Annum)	**6.00%**	**NA**	**6.00%**	**NA**
5. Experience (Gain)/ Loss for Defined Benefit Obligations:				
Present Value of Defined Benefit Obligations	33.74	211.26	35.31	194.38
Experience Gain / (Loss) Adjustments	(3.19)	21.37	(1.35)	(7.20)

6. Actuarial assumptions for the determination of the defined benefit obligation (post retirement medical benefit scheme) are discount rate and medical inflation. 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	FY 2018-19		FY 2017-18	
	Discount Rate	Medical Inflation	Discount Rate	Medical Inflation
Increase by 1%				
(i) Aggregate Service and Interest Cost	(2.31)	2.63	(2.46)	2.82
(ii) Closing Balance of Obligation	31.43	36.37	32.85	38.13
Decrease by 1%				
(i) Aggregate Service and Interest Cost	2.61	(2.36)	2.80	(2.53)
(ii) Closing Balance of Obligation	36.35	31.38	38.11	32.78

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

(c) Leave Obligations

The 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 at year end is ₹ 754.49 Lakhs (31st March 2018: ₹ 770.80 Lakhs). Some portion of the provision is presented as current, since the Group does not have an unconditional right to defer settlement for any of these obligations. However, based on past experience, the Group does not expect all employees to take the full amount of accrued leave or require payment within the next 12 months.

41(a) TM International Logistics Limited (TMILL / Licensee) signed a service concession agreement with 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 #12) at Haldia Port on lease from the Kolkata Port Trust – Haldia Dock Complex (KoPT-HDC) for a period of 30 years ending on 28th January 2032. Further in Dec'2006 and Sep'2006, TMILL took a plot from KoPT on lease, measuring 54,000 square meters and 9,000 square meters respectively, for the purpose of storing Cargos and to develop a railway siding for cargo handled at Berth #12. 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#12 as per the terms and conditions of service concession agreement.

(ii) TMILL shall provide the cargo handling services at Berth#12 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#12 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#12. On the transfer date, the Licensor shall pay to the license the compensation/terminal value, as the case may be, in accordance with the license agreement.

(v) The licensor may extend the license period beyond 30 years as per the provision of the concession agreement. As per the provision of agreement, the Licensor and Licensee are entitled to terminate the license agreement either on account of force major event or on account of event of default.

(d) There had been no changes in the arrangement during the year.

(e) The service concession agreement have been classified as Intangibles Assets.

(f) Intangible Assets include Upfront Fees paid to Kolkata Port Trust – Haldia Dock Complex towards securing the right to operate Berth No. 12 (situated at Haldia) for a period of 30 years and which is being amortised on straight line basis over the lease period.

42. INCOME TAX RECONCILIATION

₹ in Lakh

INCOME TAX EXPENSE	For the Year ended 31st March 2019	For the Year ended 31st March 2018
A. Tax Expense Recognised in Profit or Loss		
Current Tax on Profits for the Year	1,554.27	1,235.02
Adjustment for Current Tax of Earlier Years	(12.11)	(69.37)
	1,542.16	**1,165.65**
Deferred Tax		
Origination and Reversal of Timing Differences	120.52	(79.94)
	120.52	**(79.94)**
B. Tax on Other Comprehensive Income		
Current Tax		
- Remeasurements on Post-employment Defined Benefit Plans	(7.39)	6.12
	(7.39)	**6.12**

The Income Tax Expense for the Year can be Reconciled to the Accounting Profit/ (Loss) as follows

₹ in Lakh

INCOME TAX EXPENSE	For the Year ended 31st March 2019	For the Year ended 31st March 2018
Profit Before Tax for the Year	5,460.15	2,794.67
Income Tax Expense	1,865.22	896.54
Effect of Income Exempt from Income Taxes	(3.13)	(11.08)
Effect of Expenses that are not Deductible in Determining Taxable Profit	22.86	45.79
Impact of Special Income- Dividend Received from Subsidiary	(176.04)	-
Effect on Deferred Tax Balances Due to Change in Income Tax Rate	(2.01)	245.33
Effect of Other Items	(32.11)	(21.50)
	1,674.79	1,155.08
Adjustment for Current Tax of Earlier Years	**(12.11)**	(69.37)
Income Tax Expense for the Year	**1,662.68**	**1,085.71**

43. 1

Deferred Tax Asset (Net)	As at 1st April 2017	(Charge)/ credit for the Year	Exchange Difference	As at 1st April 2018	(Charge)/ credit for the Year	Exchange Difference	As at 31st March 2019
Deferred Tax Liabilities							
Property Plant & Equipment and Intangible Assets	(411.18)	409.93	(1.25)	-		-	-
	(411.18)	**409.93**	**(1.25)**	**-**	**-**	**-**	**-**
Deferred Tax Assets							
Property Plant & Equipment and Intangible Assets	-	404.70	-	404.70	(198.65)		206.05
Items Allowable for Tax Purpose on Payment/ Adjustment	314.27	(97.13)	-	217.14	(2.64)	-	214.50
MAT Credit Entitlement	34.75	-	-	34.75	2.67	-	37.42
Replacement Obligation for Berth#12 at Haldia Port	1,390.28	(1,083.27)	-	307.01	54.07	-	361.08
Employees' Early Separation Scheme (ESS)	-	324.10	-	324.10	14.05	-	338.15
Provision for Doubtful Debts & Advances	18.09	(7.58)	-	10.51	8.72	-	19.23
Unabsorbed Business Loss	-	49.09	-	49.09	23.85		72.94
Others	**10.24**	**(1.65)**	**-**	**8.59**	**4.75**	**-**	**13.34**
	1,767.63	**(411.74)**	**-**	**1,355.89**	**(93.18)**	**-**	**1,262.71**
Net Deferred Tax Asset	**1,356.45**	**(2)**	**(1)**	**1,355.89**		**-**	**1,262.71**

43.2

Deferred Tax Asset (Net)	As at 1st April 2017	(Charge)/ credit for the Year	Exchange Difference	As at 1st April 2018	(Charge)/ credit for the Year	Exchange Difference	As at 31st March 2019
Deferred Tax Liabilities							
Property Plant & Equipment and Other Intangible Assets	(79.26)	81.75	8.74	(6.25)	(27.35)	(1.17)	(32.43)
	(79.26)	**81.75**	**8.74**	**(6.25)**	**(27.35)**	**(1.17)**	**(32.43)**
Net Deferred Tax Liability	**(79.26)**			**(6.25)**			**(32.43)**

44. 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.	31st March 2019	31st March 2018
Financial Assets			
Assets Carried at Fair Value through Profit or Loss			
Investments in Mutual Fund	11	101.48	627.14
Security Deposit	6	56.09	87.99
Assets Carried at Amortised Cost			
Loans	6, 15	524.47	529.07
Trade Receivables	12	20,074.36	12,926.99
Other Financial Assets	7, 16	2,830.47	11,695.93
Cash and Cash Equivalents	13	10,305.46	3,403.33
Other Bank Balances	14	32,871.73	31,168.54
Total Financial Assets		**66,764.06**	**60,438.99**
Financial Liabilities			
Liabilities Carried at Amortised Cost			
Trade Payables	22	11,076.73	8,085.24
Other Financial Liabilities	20, 23	84.02	95.12
		11,160.75	**8,180.36**

(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, 2018.

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 Company 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 fnancial assets (current), trade payables and other fnancial liabilities (current), approximate to their carrying amounts largely due to the short-term maturities of these instruments.

(c) Fair Value Hierarchy

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are recognised and measured at fair value. To provide an indication about the reliability of the inputs used in determining fair value, the Group has classifed its fnancial instruments into three levels prescribed under the accounting standard. An explanation of each level follows below.

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices. This includes mutual funds. The mutual funds are valued using the closing Net Asset Value.

Level 2: The fair value of financial instruments that are not traded in an active market (for example, over-the counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

₹ in Lakh

Effect of change in	31st March, 2019 Level 1	31st March, 2019 Level 3	31st March, 2018 Level 1	31st March, 2018 Level 3
Recognised and Measured at Fair Value - Recurring Measurements				
Financial Assets				
Investments				
Mutual Funds - Daily Dividend	101.48	-	627.14	-
Security Deposits	-	56.09	-	87.99
	101.48	**56.09**	**627.14**	**87.99**

45 FINANCIAL RISK MANAGEMENT

The Group's activities expose it to credit risk, liquidity risk and market risk. The Group's senior management oversees the management of above risks. The senior executives working to manage the financial risks are accountable to the Audit Committee and the Board of Directors. This process provides assurance to the Group's senior management that the Group's financial risks-taking activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Group's policies and the Group's risk appetite.

This Note explains the sources of risk which the entity is exposed to and how the entity manages the risk. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below:

(a) Credit Risk:

Credit risk refers to the risk of default on its obligation by the counterparty resulting in a financial loss. The Group is exposed to credit risk from its operating activities (primarily Trade Receivables) and from its investing activities (primarily Deposits with Banks and Investments in Mutual Funds)

Trade Receivables

Trade receivables are typically unsecured and are derived from revenue earned from customers. Customer credit risk is managed centrally and is subject to the Group's policy and procedures which involve credit approvals, establishing credit limits and continuously monitoring the credit worthiness of customers to which the Group grants credit terms in the normal course of business. Outstanding customer receivables are regularly monitored. The Group uses expected credit loss model to assess the impairment loss. The Group uses a provision matrix to compute the expected credit loss allowance for trade receivables. The provision matrix takes into account available external and internal credit risk factors and the Group's historical experience with customers.

Other Financial Assets

Credit risk from balances with banks, term deposits, loans and investments is managed by Group's finance department. Investments of surplus funds are made only with approved counterparties who meet the minimum threshold requirements. The Group's maximum exposure to credit risk for the components of the Balance Sheet as of 31st March 2019 and 31st March 2018 is the carrying amounts as disclosed in Note 44.

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 2019 and 31st March 2018. Of the total trade receivables, ₹ 13,078.27 Lakhs as at 31st March 2019 and ₹ 9,838.85 Lakhs as at 31st March 2018 consisted of customer balances that were neither past due nor impaired.

Financial Assets that are Past Due but Not Impaired

The Group's credit period for customers generally ranges from 0 - 60 days. The ageing of trade receivables that are past due but not impaired (net of provisions/allowances) is given below:

₹ in Lakh

Period (in days)	31st March 2019	31st March 2018
1-90	6,104.42	2,188.57
91-180	772.32	539.71
More than 180	119.35	359.86
	6,996.09	**3,088.14**

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 Provision for Loss Allowance - Trade receivables	As at 31st March 2019	As at 31st March 2018
Opening Balance	1,821.78	3,029.46
Provision made during the Year	74.74	67.03
Provision written back/reversed during the Year	(16.29)	(784.24)
Bad Debts during the year adjusted with Provisions	(240.07)	(493.34)
Exchange Difference on Consolidation	108.29	2.87
Closing Balance	**1,748.45**	**1,821.78**

(b) Liquidity Risk:

Liquidity risk is the risk that the Group may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses. The Group's objective is to, at all times maintain optimum levels of liquidity to meet its cash and collateral requirements. The Group closely monitors its liquidity position and maintains adequate sources of financing.

Maturities of Financial Liabilities

The table below analyse Group's financial liabilities into relavant maturity groupings based on their contractual maturities.The amount disclosed in the table are the contractual undiscounted cash flows.

₹ in Lakh

	As at 31st March 2019				
	Upto 1 Year	1 Year to 3 Years	3 Years to 5 Years	More than 5 Years	Total
Trade Payables	11,076.73	-	-	-	11,076.73
Other Financial Liabilities	37.73	14.79	3.12	28.38	84.02
	11,114.46	**14.79**	**3.12**	**28.38**	**11,160.75**

₹ in Lakh

	As at 31st March 2018				
	Upto 1 Year	1 Year to 3 Years	3 Years to 5 Years	More than 5 Years	Total
Trade Payables	8,085.24	-	-	-	8,085.24
Other Financial Liabilities	8.75	17.32	7.78	61.27	95.12
	8,093.99	**17.32**	**7.78**	**61.27**	**8,180.36**

(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 Group transacts business in local currency and in foreign currencies. The Group has foreign currency trade receievables 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 Lakh

Receivables in Foreign Currency	As at 31st March 2019		As at 31st March 2018	
	Amount in Foreign Currency	Amount in ₹ Lakhs	Amount in Foreign Currency	Amount in ₹ Lakhs
EUR	0.10	7.31	0.04	3.30
GBP	^0.00	0.07	0.04	3.48
JPY	0.03	0.02	0.14	0.09
CHF	^0.00	0.23	0.02	1.40
SGD	0.02	1.01	0.01	0.37
USD	0.59	39.91	8.76	566.81

Payable in Foreign Currency	As at 31st March 2019		As at 31st March 2018	
	Amount in Foreign Currency	Amount in ₹ Lakhs	Amount in Foreign Currency	Amount in ₹ Lakhs
AUD	0.01	0.67	-	-
CAD	^0.00	0.23	-	-
CHF	0.07	4.66	0.08	5.61
EUR	1.30	104.14	1.95	162.22
GBP	0.13	12.45	0.03	2.90
JPY	1.01	0.65	1.89	1.16
SEK	-	-	0.01	0.09
SGD	0.08	4.24	0.07	3.54
USD	0.73	52.17	4.13	274.46

^Amount is below the rounding off norm adopted by the Group.

(ii) Sensitivity

The sensitivity of proft or loss to changes in the foreign exchange rates arises mainly from foreign currency denominated financial instruments.

Foreign Currency	Impact on Profit before Tax			
	Receivables ₹ in Lakhs		Payables ₹ in Lakhs	
	31st March 2019	31st March 2018	31st March 2019	31st March 2018
AUD Sensitivity				
INR/AUD -Increase by 10%*	-	-	**(0.07)**	-
INR/AUD -Decrease by 10%*	-	-	**0.07**	-
CAD Sensitivity				
INR/CAD -Increase by 10%*	-	-	**(0.02)**	-
INR/CAD -Decrease by 10%*	-	-	**0.02**	-
CHF Sensitivity				
INR/CHF -Increase by 10%*	0.02	0.14	**(0.47)**	(0.56)
INR/CHF -Decrease by 10%*	(0.02)	(0.14)	**0.47**	0.56
EUR Sensitivity				
INR/EUR -Increase by 10%*	0.73	0.33	**(10.41)**	(16.22)
INR/EUR -Decrease by 10%*	(0.73)	(0.33)	**10.41**	16.22
GBP Sensitivity				
INR/GBP -Increase by 10%*	0.01	0.35	**(1.24)**	(0.29)
INR/GBP -Decrease by 10%*	(0.01)	(0.35)	**1.24**	0.29
JPY Sensitivity				
INR/JPY -Increase by 10%*	^0.00	0.01	**(0.06)**	(0.12)
INR/JPY -Decrease by 10%*	^(0.00)	(0.01)	**0.06**	0.12
SEK Sensitivity				
INR/SEK -Increase by 10%*	-	-	**-**	(0.01)
INR/SEK -Decrease by 10%*	-	-	**-**	0.01
SGD Sensitivity				
INR/SGD -Increase by 10%*	0.10	0.04	**(0.42)**	(0.35)
INR/SGD -Decrease by 10%*	(0.10)	(0.04)	**0.42**	0.35

Foreign Currency	Impact on Profit before Tax			
	Receivables ₹ in Lakhs		Payables ₹ in Lakhs	
	31st March 2019	31st March 2018	31st March 2019	31st March 2018
USD Sensitivity				
INR/USD -Increase by 10%*	3.99	56.68	(5.22)	(27.45)
INR/USD -Decrease by 10%*	(3.99)	(56.68)	5.22	27.45

* Holding all other variables constant
^Amount is below the rounding off norm adopted by the Group.

(iii) 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 44.

46. 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.

47. Change in Accounting Policy - Revenue from contracts with customers

This note explains the impact of the adoption of Ind AS 115 'Revenue from Contracts with Customers' on the consolidated financial statements.

Impact on the financial statements

The Group has adopted Ind AS 115 'Revenue from Contracts with Customers' from 1st April 2018 which resulted in changes in accounting policies. In accordance with the transition provisions in Ind AS 115, the Group has adopted the new standard retrospectively. As a result of the changes in the entity's accounting policies, comparative information for prior periods need to be restated. However, there is no impact of such changes in accounting policies on the financial statements of prior periods and accordingly, no adjustments have been made to the originally presented comparative information for prior periods.

48. List of Related Parties and Relationship

(a) Entities with Joint Control of or Significant influence over the Parent Company:

Name	Type	Place of Incorporation
Tata Steel Limited	Joint Venturer	India
IQ Martrade Holding and Management GmbH	Joint Venturer	Germany
NYK Holding (Europe) B.V.	Joint Venturer	Netherland

(b) Joint Venture of Entities with Joint Control of or Significant influence over the Parent Company:

Tata NYK Shipping Pte Limited

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
Tayo Rolls Limited
Jamshedpur Continous Annealing & Processing Company Private Limited
Tata Sponge Iron Limited
The Tinplate Company of India Limited
Tata Bluescope Steel Limited
Tata Steel Processing and Distribution Company Limited
Jamshedpur Utilities & Services Company Limited
Tata Steel Asia HK Limited
Tata Steel BSL Limited
Tata Steel UK Limited

(d) Key Managerial Personnel of the Company

Name	Relationship
Mr. R N Murthy (till 30th June, 2017)	Managing Director
Mr. Ashish Kumar Gupta (till 1st May, 2017)	Executive Director
Mr. Ashish Kumar Gupta (w.e.f 1st July, 2017)	Managing Director
Mr. Dipak Kumar Banerjee	Independent Director
Mr. Sabyasachi Hajara (till 10th April, 2018)	Independent Director
Mr. Virendra Sinha (w.e.f From 24th July 2018)	Independent Director
Mr. Dinesh Shastri (w.e.f 2nd February, 2018)	Non-Executive Director
Captain Vivek Singh Anand (w.e.f 19th February, 2018)	Non-Executive Director
Mr. Shinichi Yanagisawa (w.e.f 15th March, 2018)	Non-Executive Director
Mr. Shingo Mizoguchi (till 13th March, 2018)	Non-Executive Director
Mr. Koichi Uragami (till 12th February, 2018)	Non-Executive Director
Mr. Sandipan Chakravortty	Non-Executive Director
Mr. Peeyush Gupta	Non-Executive Director
Mr. Sandeep Bhattacharya	Non-Executive Director
Mr. Guenther Hahn	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

49. 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 Parent Company	Fellow Subsidiaries	Joint Venture of same Third Party	Total
Rendering of Services	**33,907.99**	**3,096.21**	**139.06**	**37,143.26**
	(32,160.89)	(2,086.02)	(72.89)	(34,319.80)
Rental Income	**-**	**13.10**	**-**	**13.10**
	-	(9.44)	-	(9.44)
Receiving of Services	**330.91**	**-**	**-**	**330.91**
	(424.70)	-	-	(424.70)
Re-imbursement Paid	-	-	-	-
	-	-	-	-
Re-imbursement Received	**23,420.70**	**1,636.82**	**7,563.12**	**32,620.64**
	(20,681.96)	(2,695.51)	(4,570.66)	(27,948.13)
Dividend paid / Payable	**810.00**	**-**	**-**	**810.00**
	(1,350.00)	-	-	(1,350.00)
Provision for Loss Allowance	**1.55**	**2.27**	**-**	**3.82**
	(9.50)	-	-	(9.50)
Balance Outstanding at Year-end	-	-	-	-
Trade Receivables	**14,729.92**	**1,165.70**	**103.76**	**15,999.38**
	(8,025.95)	(327.78)	(71.06)	(8,424.79)
Trade Payables	**9.30**	**-**	**-**	**9.30**
	(0.65)	-	-	(0.65)
Advance from Customers	**9,847.14**	**325.51**	**952.28**	**11,124.93**
	(8,138.00)	(319.87)	(245.92)	(8,703.79)
Provision for Doubtful debts	**1.55**	**2.27**	**-**	**3.82**
	(5.14)	(0.05)	-	(5.19)
Security Deposit	**-**	**2.00**	**-**	**2.00**
	-	(2.00)	-	(2.00)

Figures in bracket represents transactions with related parties during the year ended 31st March 2018 and balances as at 31st March 2018.

Post Employment Benefit Plans

Particulars	For the year ended 31st March 2019	For the year ended 31st March 2018
Contribution to TM International Logistics Limited Employees' Provident Fund	104.65	125.27

Transactions with Key Management Personnel during the Year and Balances Outstanding at Year-end

Particulars	For the year ended 31st March 2019	For the year ended 31st March 2018
Remuneration to Key Management Personnel		
Short-term Benefits	141.40	129.85
Post-employment Benefits	6.23	18.47
Other long- term Benefits	20.74	7.53
Balance Outstanding at Year-end		
Commission Payable to Key Management Personnel	15.00	17.08

50. ADDITIONAL INFORMATION AS REQUIRED BY SCHEDULE III TO THE ACT

₹ in Lakh

Particulars	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 Profit/(Loss)	Amount (₹ in Lakhs)	As % of Consolidated Other Comprehensive Income	Amount (₹)	As % of Consolidated Total Comprehensive Income	Amount (₹ in Lakhs)
Parent TM International Logistics Limited"	**29.62%**	**18,781.24**	**74.82%**	**2,841.15**	**1.66%**	**11.85**	**63.25%**	**2,853.00**
	26.77%	*15,994.19*	*79.60%*	*1,360.34*	*0.40%*	*11.55*	*29.98%*	*1,371.89*
Subsidiaries								
Indian								
1. TKM Global Logistics Limited	4.61%	2,920.05	(3.96%)	(150.37)	1.36%	9.73	(3.12%)	(140.64)
	4.42%	*2,640.24*	*(6.34%)*	*(108.41)*	*1.10%*	*31.51*	*(1.68%)*	*(76.90)*
Foreign								
1. International Shipping & Logistics FZE	36.49%	23,133.53	19.96%	757.88	191.87%	1,368.95	47.15%	2,126.83
	37.08%	*22,151.42*	*36.89%*	*630.41*	*2.57%*	*73.60*	*15.39%*	*704.01*
2. TKM Global GmbH	28.75%	18,231.54	8.47%	321.53	(94.91%)	(677.20)	(7.88%)	(355.67)
	31.84%	*19,025.37*	*(10.95%)*	*(187.10)*	*94.83%*	*2,718.33*	*55.32%*	*2,531.23*
3. TKM Global China Limited	0.53%	338.72	0.72%	27.29	0.02%	0.16	0.61%	27.45
	(0.11%)	*(66.33)*	*0.80%*	*13.72*	*1.10%*	*31.58*	*0.99%*	*45.30*
Total		**63,405.08**		**3,797.48**		**713.49**		**4,510.97**
		59,744.89		*1,708.96*		*2,866.57*		*4,575.53*

Figures in italics represents comparative figures of previous year.

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

For and on behalf of the Board of Directors

Pinaki Chowdhury
Partner
Membership Number 057572

Ashish Kr Gupta
Managing Director
DIN: 07808012

Sandipan Chakravortty
Chairman
DIN: 00053550

Place: Kolkata
Date: April 16, 2019

Jyoti Purohit
Company Secretary

Anand Chand
Chief Financial Officer