TMILL Group

TM International Logistics Limited

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

21st Annual Report 2022-23

EXECUTING
SUSTAINABLE GROWTH

About the Report

This report is based on the International Integrated Reporting <IR> Framework of the International Integrated Reporting Council (IIRC).

The financial statements have been prepared in accordance with Indian Accounting Standards ('Ind AS') notified under the Companies (Indian Accounting Standards) Rules, 2015 read with Section 133 of the Companies Act, 2013 and other accounting principles generally accepted in India.

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

Reporting Period
1 April 2022 to 31 March 2023

Scope of the Report
This report provides an overview of the entire operations of the TM International Logistics Group comprising TMILL and its subsidiaries, TKM Global Logistics, India, TKM GmbH Germany, TKM China and ISL, Dubai. The ESG data covers all its locations and business segments.

TMILL Group

To be a leading logistics solution provider by delivering value across the supply chain in select markets

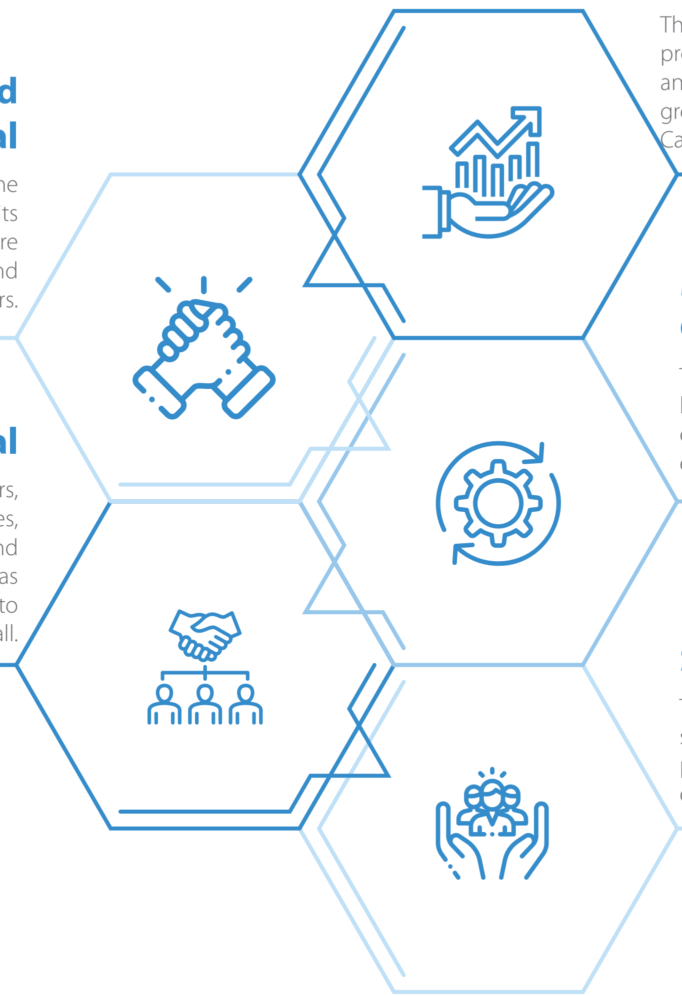
Vision 2030

Contents

Corporate Overview

Statutory Reports & Accounts

Our Capitals



Financial Capital

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

Human and Intellectual Capital

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

Manufactured Capital

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

Relationship Capital

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

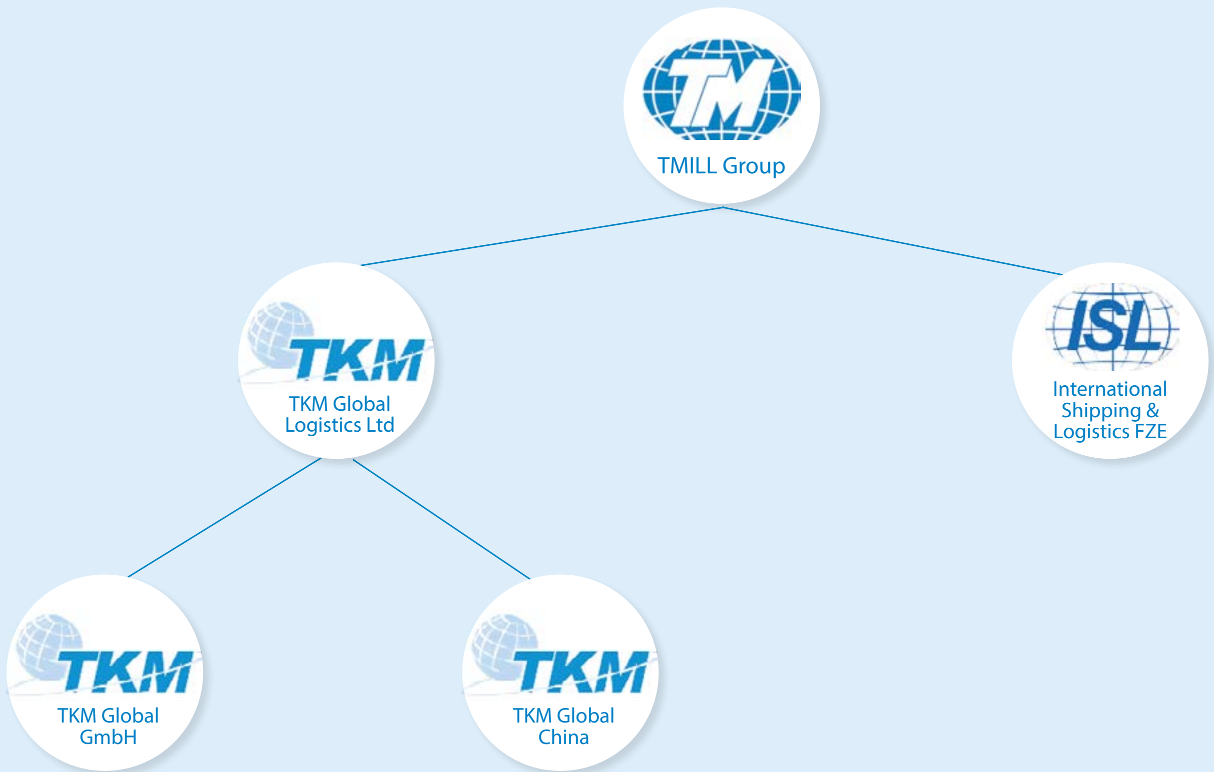
Social Capital

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

About TMILL

- An Emerging Industry Leader in the Logistics Sector, especially in eastern India, with a strategic international presence in cities that are global business hubs spread across the world in Europe, West Asia and Southeast Asia, allows the organisation to understand diverse customer demands across economies that are developed as well as emerging
- It was initially envisaged primarily as a concern for Port Operations in the form of a joint venture between Tata Steel Limited, IQ Martrade GmbH & NYK Holding (Europe) BV
- The primary objective guiding its incorporation was to take advantage of the Government of India enabling the private sector to participate in Port Development & Operations that facilitated the flow of private investment into the development and expansion of major Indian ports
- The organisation began its operation through the Berth #13 operation at Haldia Dock Complex, Syama Prasad Mookerjee Port
- As a Tata Steel group company, TMILL has grown along with its parent organisation from being a reliable service provider to a vital strategic partner, a collaborative and resilient interface between logistic disruptions and Tata Steel

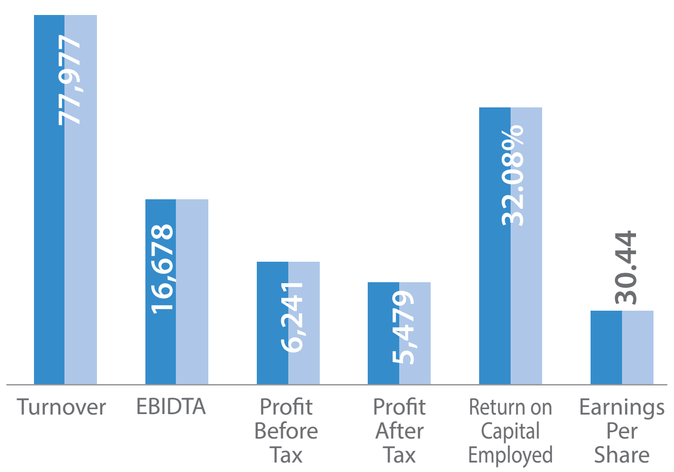
Organisational Architecture



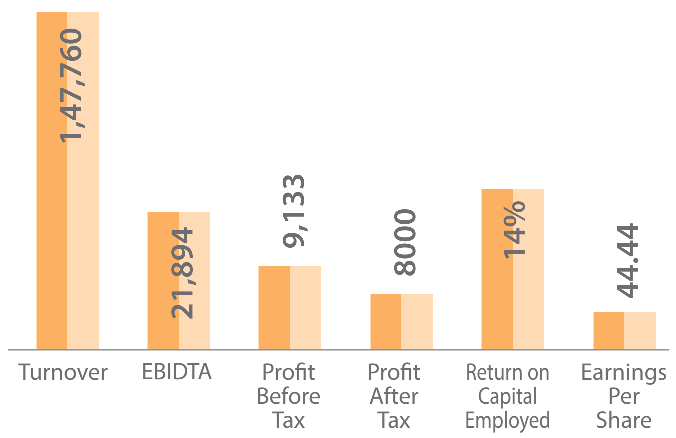
Performance Highlights

TMILL has consistently delivered strong financial results and in 2022-23 registered its best operating profit since inception.

TMILL Standalone (INR in Lakhs)



TMILL Group (INR in Lakhs)



Operations

Revenue (INR Lakhs)

Strategic Business Unit	2022-23	2021-22	Variance (%)
Ports & MLS	18003	19615	-8%
Railways	46627	50509	-8%
Warehousing & SCM	6862	3382	103%
FF	13319	18589	-28%
CHA-IL	1368	1875	-27%
ISL (Shipping)	60812	73489	-17%

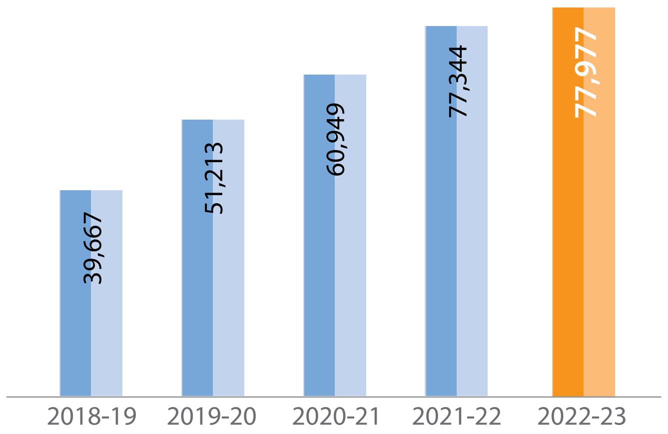
Volumes

Strategic Business Unit	2022-23	2021-22	Variance (%)
Ports (Mt)	15058408	10145192	48%
Railways (No. Rakes Moved)	2524	1605	57%
Warehousing (Mt)	86328	75808	14%
ISL (Shipping) (Mt)	5603120	7434364	-25%
MLS (No of vessel calls)	563	541	4%

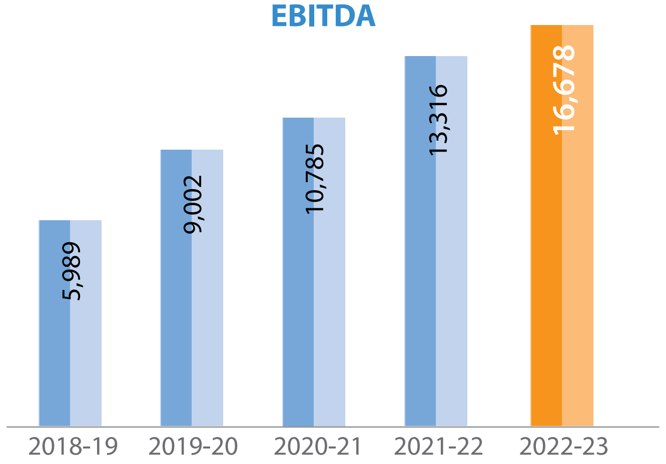
Financial Highlights

TMILL Standalone (INR in Lakhs)

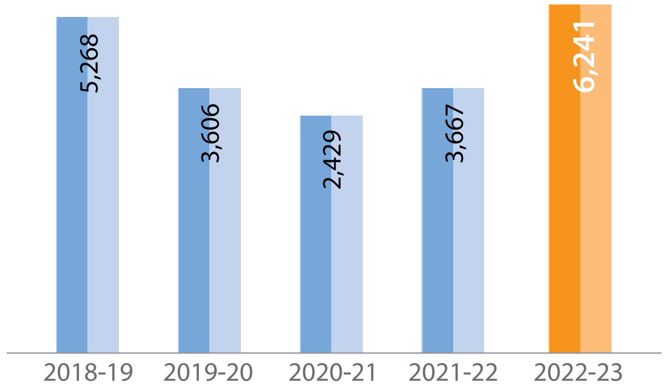
Turnover



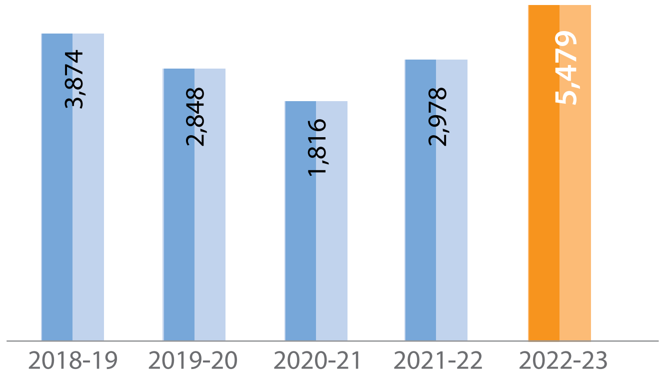
EBITDA



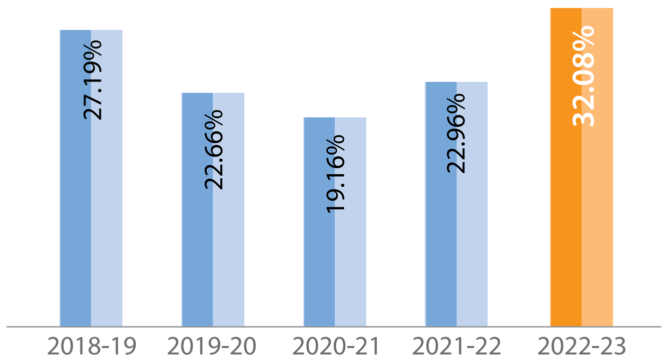
Profit before Tax



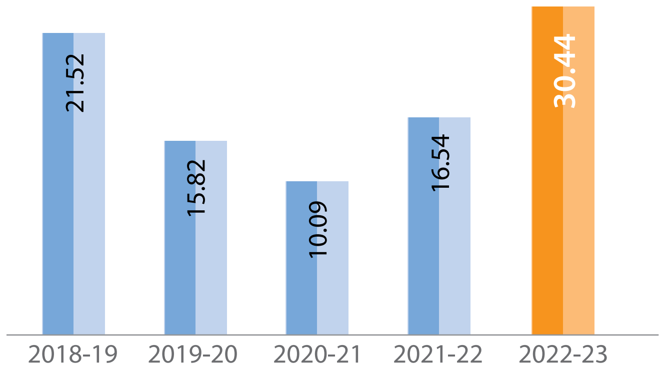
Profit after Tax



Return on capital employed (%)

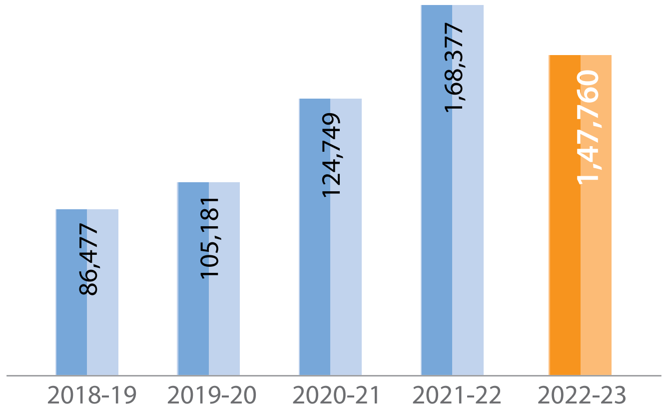


Earnings per share

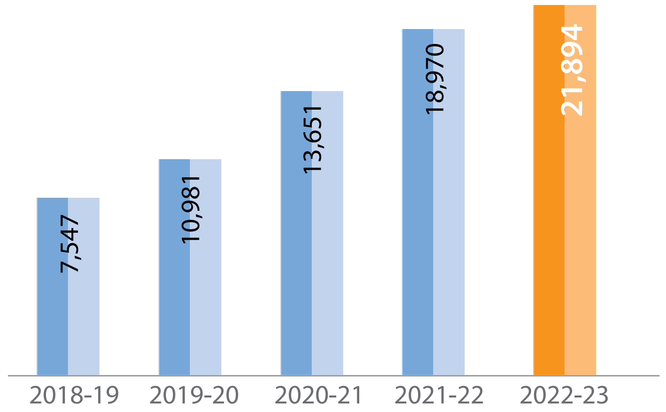


TMILL Group (INR in Lakhs)

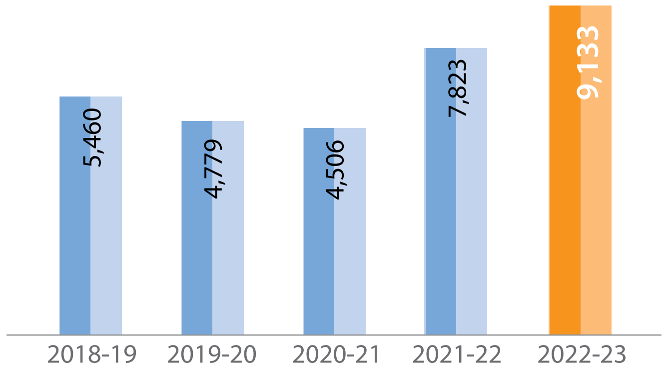
Turnover



EBITDA



Profit before Tax



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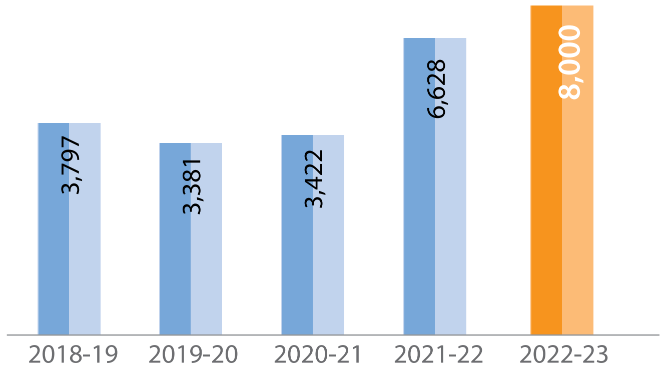

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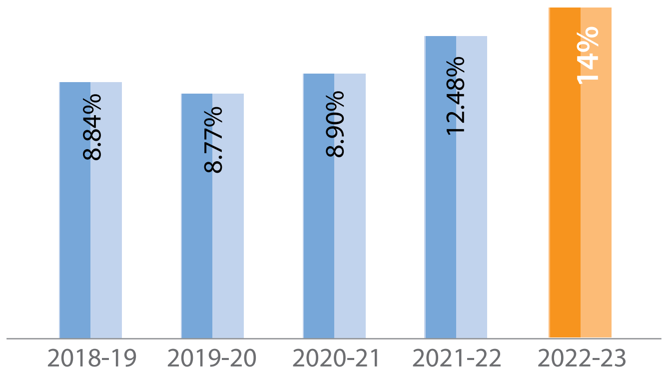
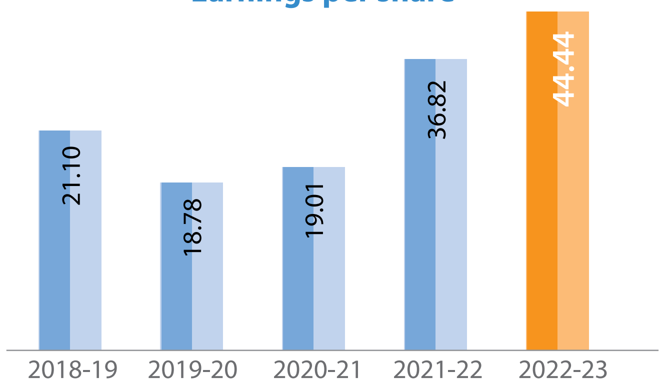
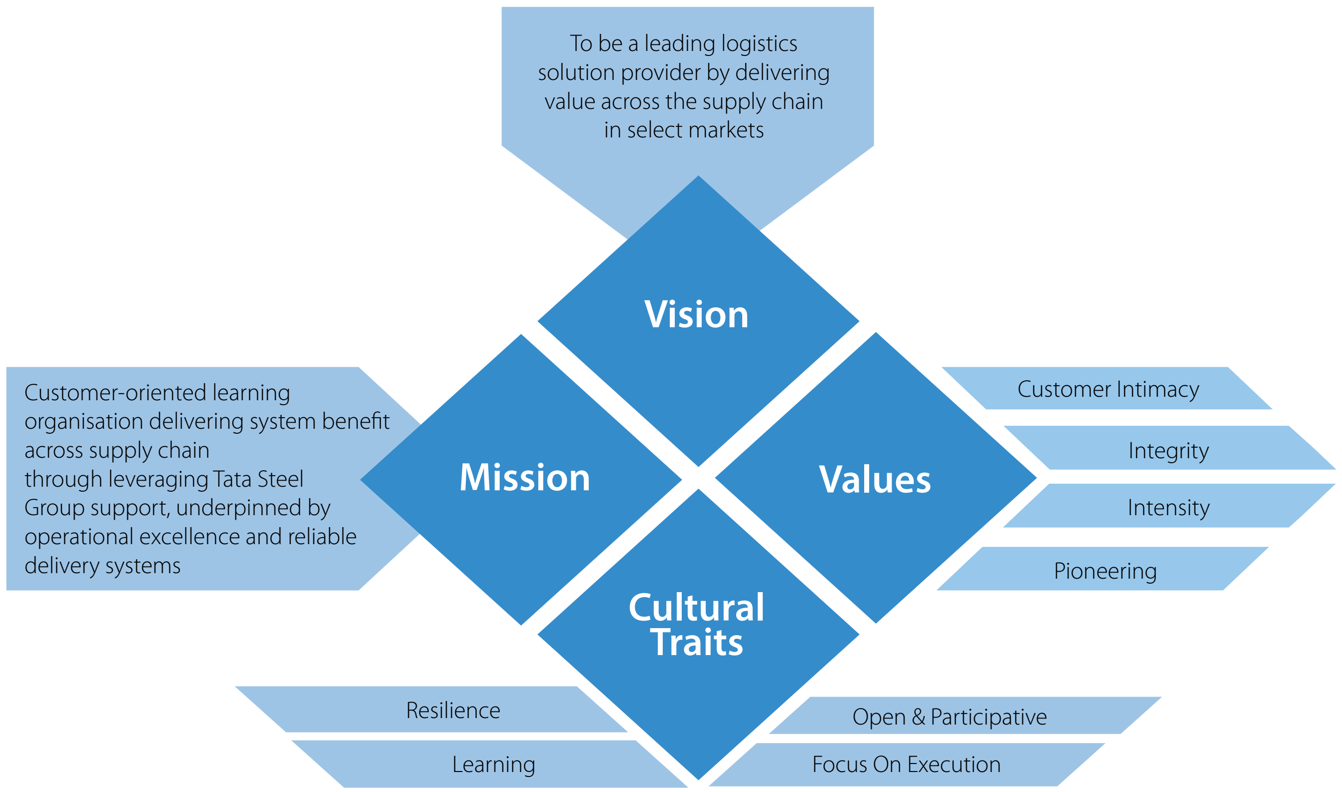


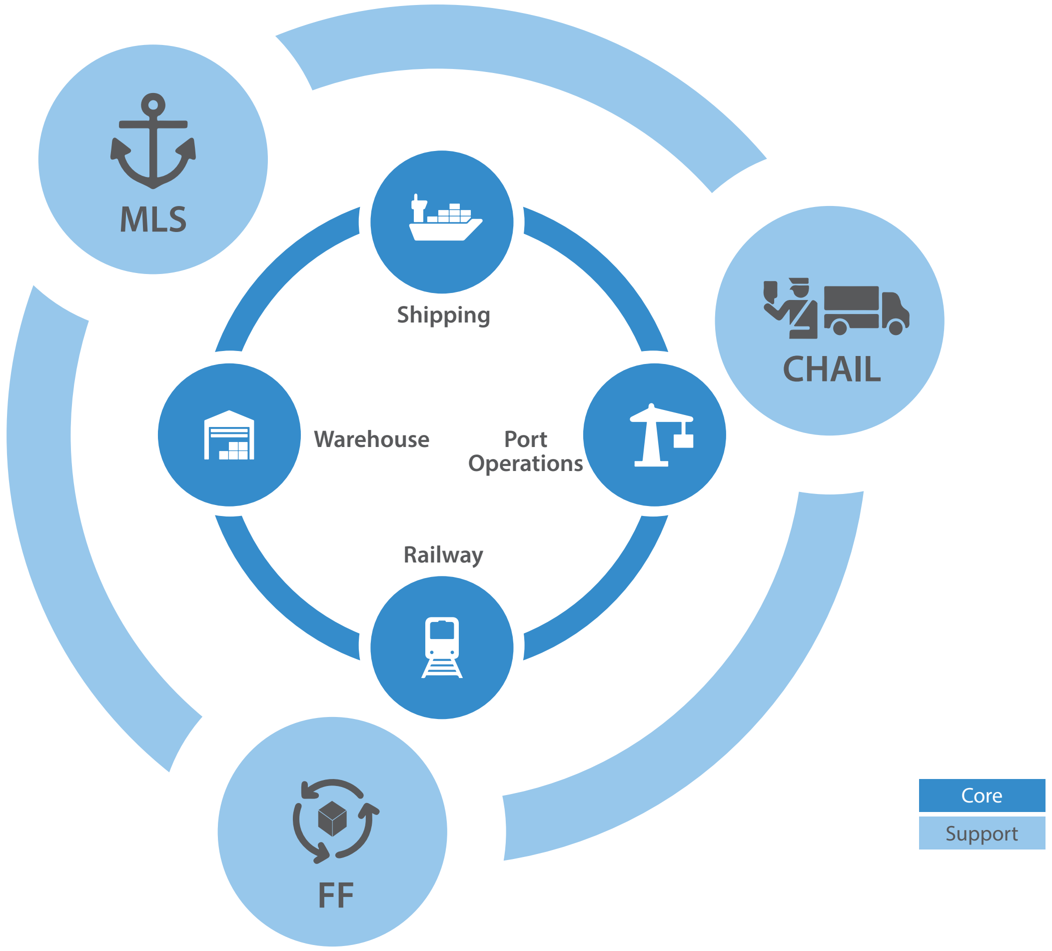
Earnings per share



Organisational Identity



Business Functions



The Organisation's Journey

1956 : Shipping & Chartering **1981 :** Ports **1986 :** Freight Forwarding **1992 :** Chartering	**2002-09**	• TMILL formed as a JV to handle Tata Steel's logistics business • Commencement of Berth#12 Operations • ISL Formed (100% TMILL) : Initiation of freight forwarding, chartering shipping & clearing • TMILL acquires TKM Overseas Transport Ltd	• Commencement of operations through TKM China • Warehousing at Jamshedpur • Restructuring of the joint venture: Tata Steel, IQ Martrade & NYK • Formation of TM Harbour Services Ltd
	2010-15	• Started O&M Contract in Dhamra • Sohar Operations started • Chartering business • TM Harbour Services Ltd, Dhamra Operations & Sohar Operations • Invested in Railway Siding at L6 Plot	
	2020-23	• Developed Tea Auction Warehouse at Jorhat Assam for mjunction • Signing of LTTC Agreement • New vessel in portfolio: MV Subarnarekha • SFTO Steel transportation crossed 5Mn Tonne mark since inception	• Geographical expansion of warehousing business • GPWIS rake conversion to 25T axle load • Combined service as Integrated Logistics Services – CHAIL, FF & Warehousing • New vertical – Inland Waterways & Multimodal Logistics
	2017-19	• Digital inauguration of SFTO Operations • Purchased vessel : ISL Star • Handled 2 million tonne cargo at Haldia • Supply Chain Management of Pravesh doors	• Inducted new design of BFNSM rake • National Safety Award for operations of Berth#12 • Best Vendor Award from Tata Steel • GPWIS Operations • Modern Warehousing facility at Jamshedpur

Entered Business
Exited Business

Chairman's Statement

Peeyush Gupta
Chairman

With Tata Steel expanding from current 20 MnT capacity to 40 MnT by 2030, TMILL, as its strategic logistics partner, can avail attractive opportunities to further its own growth journey. In this context, TMILL must recognise the need to Prioritise Talent management, Enhance digital readiness and Handling owned asset portfolio deftly.

Dear Shareholders,
It is a pleasure and a privilege to write to you and present our 21st Annual Report for the financial year 2022-23. At the outset, I hope that this letter finds you and your families safe, especially when we saw the fury of the third wave of COVID pandemic affect major economies, including India.

Nonetheless, it has been a momentous year for your company, which incidentally also marked its 20 years of existence in the logistics market space. In 2002, TMILL commenced with one area of operations i.e., ports. In last two decades since the start, your company has evolved into an integrated logistics provider offering end-to-end logistics solution for dry bulk, containerized, break bulk and project cargoes. I firmly believe that TMILL is well poised to enter an accelerated phase of growth in the coming decade.

FY22-23 was marked by the geopolitical conflicts causing frequent supply chain challenges, volatility in commodity prices especially foodgrains & energy products like Brent and coal, supply side shifts due to ongoing Russian sanctions. The national scenario was slightly better than the global situation with India's economy being resilient and resistant to volatility in comparison to other emerging markets. Despite the situation, TMILL group managed to beat its best record profit of Last Year (Net PBT) of INR 77.6 crores by a substantial margin of 21% growth over last year and closed the year with a profit (Net PBT) of INR 91.33 crores. Overall, TMILL group achieved a revenue of INR 1470 crores (FY22: INR 1673 crores).

TMILL Overseas Subsidiaries:

International Shipping & Logistics FZE, the shipping arm of the group has been increasing its share in the group's revenue from 41% in FY19 to 46% in FY23 and Profit from 15% in FY19 to 53% in FY23. In FY21-22, in a step towards sustainability, there was a deliberate shift in policy from a purely asset light Spot model to a portfolio centric approach with partial & progressive assetization. This move opened up newer avenues & markets whose advantage accrued in FY22-23.

TKM Global Logistics The entity handled a total freight cargo of over 22,000 TEUs among India, Germany & China offices, registering a growth of 22% with approximately 18,000 TEUs handled in FY21-22. TKM group together registered a profit (Net PBT) of INR 13.18 crores in FY22-23.

Awards & Accolades: Port Operations business unit was awarded by Indorama for achieving the highest discharge rate of sulphur in a day. Business Leader of the Year category felicitated TMILL with the award of 'Best HR Organization' to work for.

Inland Waterways & Multimodal Logistics: The newest business unit at TMILL has made a mark in sustainable logistics by undertaking trial transit shipment of TATA Steel TMT Bars from Haldia to Agartala, India, via Ashuganj, Bangladesh, with the use of Indo-Bangladesh Protocol Route, and was undertaken by TM International Logistics Limited.

FY'24 brings a blend of opportunities and challenges. The geo-political climate is far from being stable, and the global supply chains continue to be fragile in this uniquely connected world. However, the Indian economy will push itself to a robust growth owing to a strong momentum in infrastructure spending and sustained growth in urban consumption. This has led to projections of a strong demand for Indian logistics sector, with a growth expected at a healthy CAGR of 7-10% in the coming years.

Considering the foregoing, TMILL should focus on the emerging opportunity in Warehousing as a business, support customers in their green journey by offering sustainable logistics solutions in the form of inland waterways, multi-modal logistics and continue its focus on the Rail operations.

With Tata Steel expanding from current 20 MnT capacity to 40 MnT by 2030, TMILL, as its strategic logistics partner, can avail attractive opportunities to further its own growth journey. In this context, TMILL must recognise the need to Prioritise Talent management, Enhance digital readiness and Handling owned asset portfolio deftly.

I would like to thank Mr. Rajiv Mukerji and Mr. Sandeep Bhattacharya, who have superannuated/stepped down during the last year, for their valuable guidance and direction to the Management as Directors on the Board of the Company. I also welcome Mr. Subodh Pandey & Mr. Dibyendu Datta as Director on the Board of the Company. On behalf of the Directors of the Company, I would like to thank all the stakeholders for reposing faith in the company. I would also like to thank various government agencies, customers, suppliers, and all other stakeholders for their continued support to the Company. I would like to specially thank all our employees who have worked hard under such challenging conditions to make your Company stronger and make it reach such heights through their continued commitment.

With kind regards

Managing Director's Statement

Dinesh Shastri
Managing Director

TMILL is well-positioned to continue its growth journey in revenue and profitability, supported by a robust risk management framework.

Executing Sustainable Growth

As TMILL embarks on its third decade of existence, it stands at the precipice of remarkable growth, having firmly established itself as a trusted, diversified, and foremost provider of logistics services in its target market. TMILL's expansion has primarily been organic, driven by the growth of existing businesses complemented by strategic diversification into related industries. Presently, the Group offers an extensive range of services encompassing the entire logistics supply chain, including shipping (both bulk and container), terminal operations, handling services, railways, customs clearance, inland logistics, warehousing, and even venturing into inland waterways.

Throughout this journey, the Tata Steel Group has been a steadfast pillar of support across traditional sectors such as ports, customs clearance, and inland logistics, as well as the new focus areas of railways and warehouses. TMILL's shipping services, catering to bulk and container segments, have garnered a broader global customer base. Looking ahead, Tata Steel's expansion plans present an opportunity for TMILL to collaborate and participate in this growth. Simultaneously, TMILL will continue to pursue partnerships with third-party businesses, leveraging its core competencies honed through years of providing high-quality service to its anchor customers.

In its pursuit of growth, TMILL has primarily embraced an asset-light strategy across verticals but has evolved in recent times to ownership of assets to develop a more balanced & rewarding portfolio. This approach has yielded substantial growth yet maintaining the debt-free and financially robust position. TMILL is well-positioned to continue its growth journey in revenue and profitability, supported by a robust risk management framework. The performance of the Group in the previous fiscal year, the annual business plan for the current fiscal year, and the long-term projections all indicate that this strategy is on the right track, subject to continuous evaluation and refinement in the future.

TMILL boasts an enthusiastic and committed team, and efforts are underway to further enhance the talent pipeline and cultivate a diverse skill set capable of adapting to the ever-evolving business landscape. Measures include promoting diversity, inclusiveness, and achieving an optimal blend of fresh graduates and experienced hires.

TMILL has recognized the importance of sustainability and digitalization as key focal points for its future endeavours. These pillars will continue to underpin the Group's efforts as it forges ahead, ensuring a sustainable and technologically advanced approach in its operations.

With kind regards

Organisational Presence

Global Presence

India Presence

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

Assets & Services of the Organisation

Business Unit	Assets owned/under use by the BU	Cargo	Buying Behavior	Industry	Key Markets	Service Offerings
Shipping	TMILL's Shipping arm – ISL Dubai has two vessels, MV ISL Star and MV Subarnarekha	Bulk / Break Bulk	Mix of single trip, short-term and long-term contracting	Thermal power plant, Steel and Fertilizer	Coastal/ Global	• Dry Bulk Cargo Shipping • Vessel under Ownership
Port Ops	Berth #13 at Haldia Port, which is semi-mechanised and has a 71000 square metre LL-6 Railway siding with open and closed storage. The Division also uses other berths at Haldia and Paradip where it deploys mobile equipmentand has a trailer workshop.	Bulk / Break Bulk	Long-term contracting	Steel/ Fertilizer	Eastern India	• Terminal & Port Management • On-shore handling • Container Handling • Vessel Agency
Railway	The Company has 35 rakes (till FY23)	Bulk / Break Bulk	Long-term contracting	Steel/ Cement/ Fertilizer	Pan India	• Special Freight Train Operator (SFTO) • General Purpose Wagon Investment Scheme (GPWIS) • Non-Container Cargo Movement • Bulk Movement of raw materials
Warehouse	TMILL has rented/leased premises, in proximity to TSL plants at Jamshedpur and Kalinganagar, for its Warehousing and SCM divisions. A state-of-art racking system has been created at select warehouses	Bulk / Break Bulk	Long-term contracting Spot (third-party)	Steel and Real-Estate	Eastern India	• Custom Clearance • State-of-the-art Warehousing • State-of-the-art Warehousing • Pan India distribution of goods • Last mile delivery • Inventory Management • Freight Forwarding

Organisation's Opportunities & Challenges

Port Operations, MLS & IWML

Ports & MLS India is placing great emphasis on the development of exports to turbo-charge its economic growth engines. Indian Ports handle around 90 per cent of export-import cargo by volume and 70 per cent by value. India's major ports is yet to see the level of investment required to meet the needs of this growth in export volume. Gati Shakti, therefore, provided a push to this effort and 101 projects were identified for implementation between 2024-25. As per studies conducted under the Sagarmala Programme, cargo traffic at ports is expected to be ~2,500 MMTPA by 2025, while the current cargo handling capacity of Indian ports is only 2,406 MMTPA. A roadmap has been prepared for increasing the Indian port capacity to 3,300+ MMTPA by 2025 to cater to the growing traffic. This includes port operational efficiency improvement, capacity expansion of existing ports and new port development. In addition, Maritime India Vision 2030 (MIV 2030) envisions an overall investment of INR 3,00,000 - 3,50,000 crores with 150+ initiatives across ports, shipping, and inland waterways *(Source : Maritime India Vision 2030 report_www.sagarmala.gov.in)*. The Ministry of Port, Shipping and Waterways is in the process of revising the Model Concession Agreement (MCA) to make it more flexible and attractive to private investors. Under the Sagarmala Programme, the Ministry has targeted completion of 802 projects worth INR 5.5 trillion by 2035 *(source: india-briefing.com)*, with port-specific master plans initiated to take advantage of the vast length of India's vast coastline, its inland waterways and the strategic position that the country occupies along global trade routes.

Opportunities and Challenges for TMILL

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

- Challenges in being eligible to qualify for East Coast Major Port Projects like Paradeep.
- Only one berth, risk of traffic decrease leading to less business opportunities

ILS

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

Opportunities and Challenges for TMILL

- Customer requirement on custom clearance is stable. TSBSL volumes integrated
- Non-core/routine warehousing including yard management outsourced by TSL provide a growth opportunity

- FF operations are prone to market volatilities on account of rising air freights & container freights accompanied by capacity constraints

ISL

The Dry Bulk market has remained soft, having experienced significant declines during 2022. Weakened market fundamentals due to declining demand and easing port congestion led to sharp falls in freight rates. The Baltic Dry Exchange Index reached a two-year low of 650 in February 2023. The Baltic Dry Index averaged 1670 for the time period, however there was a sustained continuation of previous year's volatility well into the financial year 22-23. As an outcome of Anti Russia sanctions, there was a demand shift resulting in longer distance for global trades and higher ton-miles. Secondhand prices have remained resilient, supported by expectations of higher earnings. The global dry bulk trade is expected to grow by 1.6% growth in 2023, major chunk of the growth coming from H2 over H1. Towards the end of FY2023, it is expected that the global dry bulk trade will start another uptrend.

In the Supply side, Deliveries remained relatively unchanged from 2021 to 2022 at around 1,130 vessels. However, the dwt level was reduced by 8%, with 77 million dwt added to the fleet. Scrapping nearly halved in 2022 compared to 2021. Approximately 12 million dwt was scrapped, compared to 22 million in 2021 (- 45%). Contracting activity declined by 35% in 2022. 90 million dwt was ordered, compared to 139 million dwt in 2021. The Dry Bulk fleet is gradually ageing, with the Handysize and Handymax segments most exposed. Around 20% of Handysize vessels will be over 20-years-old by 2025. Furthermore, countries like India are expected to regulate against older vessels calling at their ports, which may provide further impetus for fleet renewal.

Demand for Dry Bulk vessels weakened during the second half of 2022. Grain trade declined by around 3% in 2022, as the Russia Ukraine war caused seaborne grain exports from Ukraine to decline by over 50%. There is still uncertainty on the demand side, particularly for Capesize vessels, as the Chinese real estate market continues its plunge. The demand outlook seems more positive for smaller segments, driven primarily by negative fleet growth.

Opportunities and Challenges for TMILL

- Opening of newer trade lanes on lines of demand shifts caused by geopolitical developments
- Indian coastal trade continues to hold promising opportunities

- War risks premium and risks of business from sanctioned countries/owners
- With business growth being slower than fleet growth, there might be temporary timelines wherein the market is oversupplied
- Lower demand
- Counter-party default
- New Environmental Regulations

Railways

Since 2006 Indian Railways has been encouraging private investment in goods and passenger trains after it ended the monopoly of CONCOR and induced multiple players in container movement. The SFTO and LWIS (Liberalised Wagon Investment Scheme) Policies in 2014, GPWIS Policy in 2018 and then the LSFTO (Liberalised Special Freight Train Operator) Policy, which replaced the SFTO and LWIS Policy in 2020, have opened up rail movement for niche cargo and investment in rail transportation for coal, coke, flux, iron ore, inter alia, to private players. India's National Rail Plan (NRP) 2030, to create a 'future ready' Railway system, is inducing a determined shift in private ownership of rolling stock and the creation of capacity ahead of growth in future demand, so as to increase the modal share of Railways. It envisages a single umbrella policy covering all wagon types. NRP encourages the sustained involvement of the private sector in operations and ownership of rolling stock, development of freight and passenger terminals as well as development and operations of track infrastructure. Wagon ownership has been delinked from license fee with a haulage discount likely to account for cost of ownership. Dedicated freight corridors, suited to the requirements of bulk materials and products, shall facilitate decongestion of India's rail network.

Opportunities and Challenges for TMILL

- In BOXNHL wagons, increase of axle load to 25T resulted in increased carrying capacity of 12%-14% over earlier axle load (22.9T) wagons
- TMILL expects an increase in customer requirement for BFNSM and BOXNHL rakes from Tata Steel, along with interest from other potential customers in inducting ten (10) new BFNSM/BFNV rakes

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

Business Model & Revenue Drivers

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

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

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

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

Overview of Strategic Perspectives, Performance Indicators and Value Created

Perspectives	Key Performance Indicators	UoM	Outputs
Financial	Revenue	INR (INR Crores)	1469
	Profit Before Tax	INR (INR Crores)	94
	Current Ratio	NA	2.26
	ROCE	%	14
Customer	Customer Satisfaction Score	Score	5.62
	Third Party Business (Other than Tata Steel Group)	%	TMILL (Standalone) – 5% TMILL Group – 52%
	% Revenue from long-term contracts	%	14
	Improvement Initiatives/ System Benefit with Customer	INR (INR Crores)	40
	Customer Appreciations	Nos	126
	Customer Concerns	Nos	26
Internal Business	TBEM	Score	562
	Vendor Satisfaction Survey Score	Score	6.56 / 7
	CSR Spend	INR (INR Lakhs)	80.3
	Beneficiaries (Lives Touched)	Nos	5460
	Cyber Security (Non Compliances)	Nos	4 and high
	Safety - LTIFR	Score	0.29
	Risk Management	Count	7 high risks
Innovation & Learning	Employee Engagement Survey Score	Score	80
	Talent Mobility	%	20

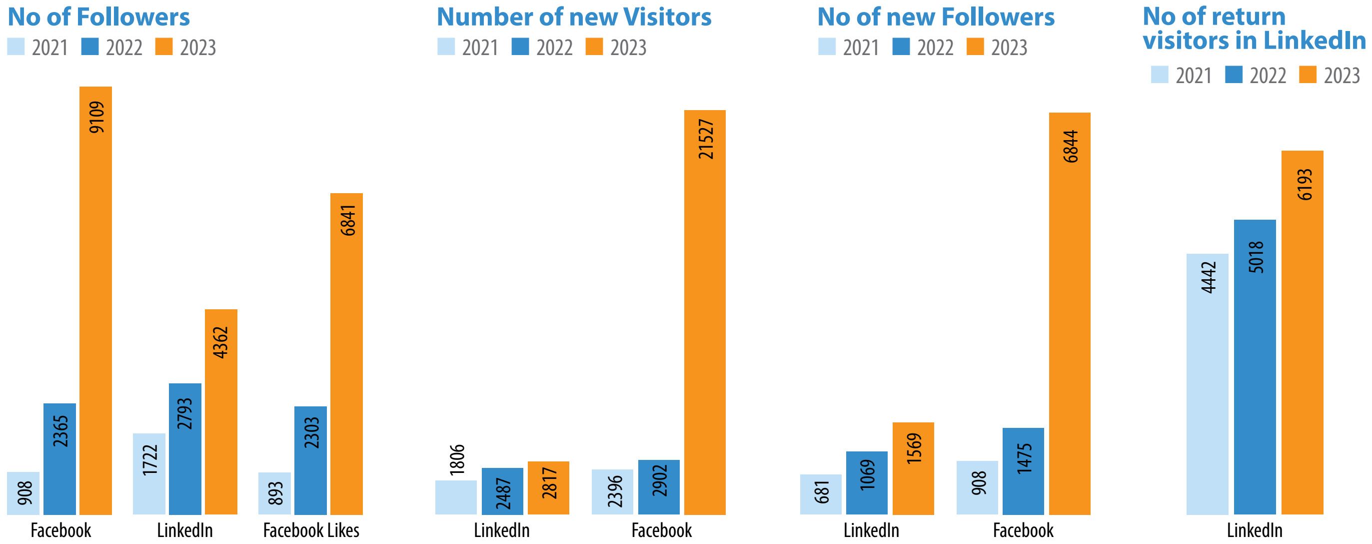
Stakeholder Engagement

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

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

Website and Social Media

TMILL is an active user of social media through LinkedIn & Facebook. There has been an overwhelming increase in followers on both platforms, with the total numbers now 4362 and 9109 followers, respectively. TMILL has encouraged and captured senior management interactions with business peers, colleagues, customers, other stakeholders on its social media platforms.



Emerging Requirements

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

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

Risk Management

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

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

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

Cross Functional Teams (CFT) brainstorm through a benchmarking exercise with Tata Group Companies and the TSL ERM framework.

TMILL defined the risk identification process in the ABP, LTP along with the qualitative and quantitative risk scoring based on Likelihood and Impact, to standardise a formula driven Risk Score template across verticals.

Enterprise level risks screened and identified by SLTs, aided the development of the Individual Heat Maps. The Company has developed mitigation strategies for all Risks, withs structured review mechanism being implemented and periodically reviewed by the top management and shared with all Board members. The Risk Register is also updated timely on its Intranet Quality Portal.

At an Enterprise Level, TMILL identified one High Risk and four Medium Risks across all verticals.

Strategic Context

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

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

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

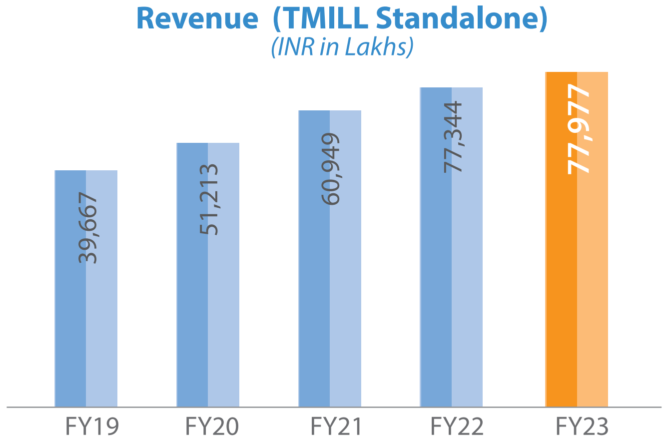
Strategic Perspectives

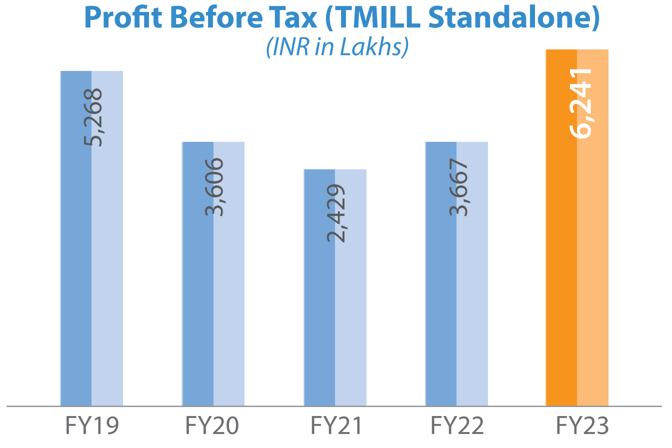
Financial Perspective

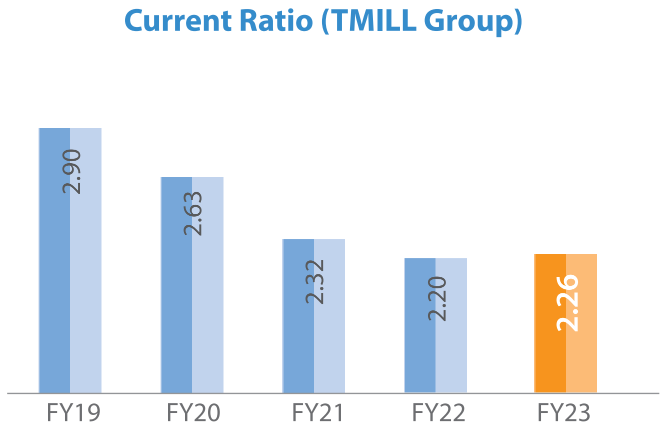
TMILL primarily pursued an asset-free growth strategy across verticals, which yielded rich dividends making it a debt-free cash-rich company today, well positioned to target rapid top line and bottom line growth through a progressive and selective asset/ long-term, commitment-led growth strategy.

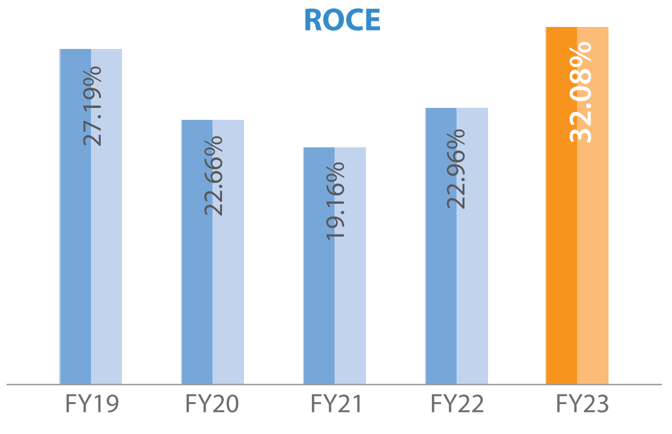
Fiscal prudence continued to be an area of prime focus during the year. The Company collaborated with long-term partners to obtain the best rates for insurance premium as well as comprehensive coverage of its assets.

Digitisation remains a key initiative for the organisation to strengthen its position in the logistics sector. It uses a tracking mechanism for working capital management and real time upgradation of GST Input Credit under the bucket "Internal Process Improvement" and "Digitalisation", respectively.







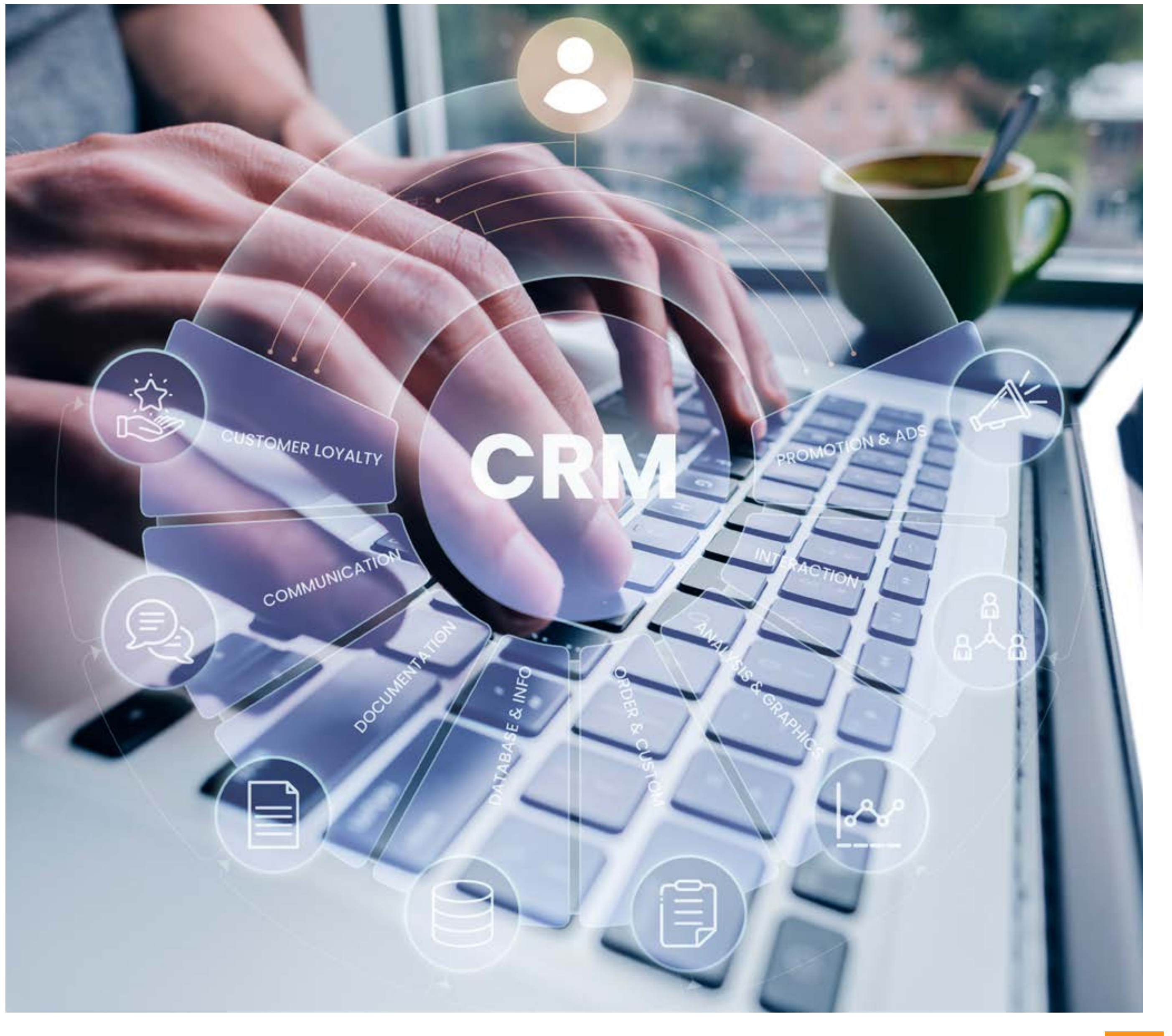


Customer Perspective

TSL expects to achieve a production capacity of ~40 Million MT by 2030 *(Source: www.financialexpress.com)*.

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

The performance of the TMILL Group in FY23 plan for FY 24 and its long-term outlook indicate that its growth strategy is on the right track, with continuous review and corrections if need be at each stage of deployment.



Customer Satisfaction

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

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

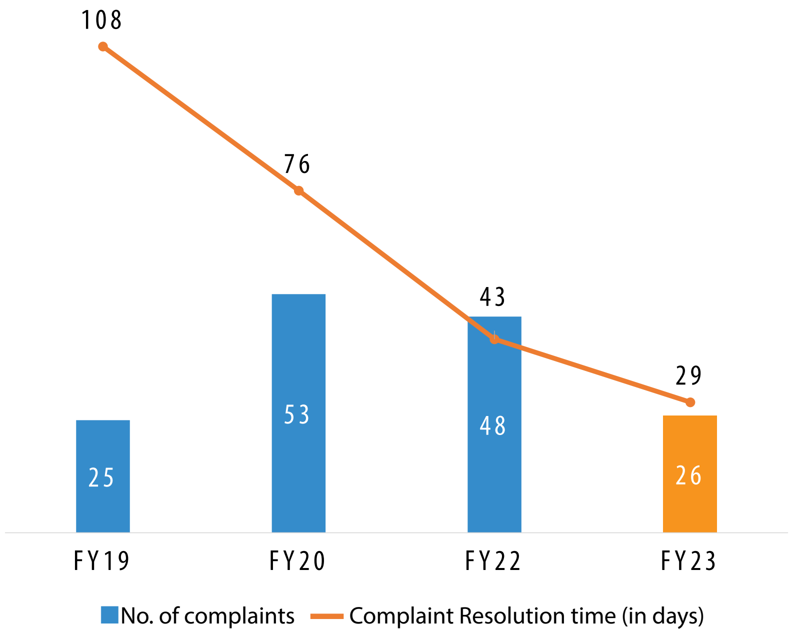
In the last two years, the Survey was re-evaluated and improved to segment results, in line with Customers' Business Share-wise scores for a more focused actionable customer engagement plan. The sample size of the Survey was increased to cover overseas customers having evolved from a face-to-face to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

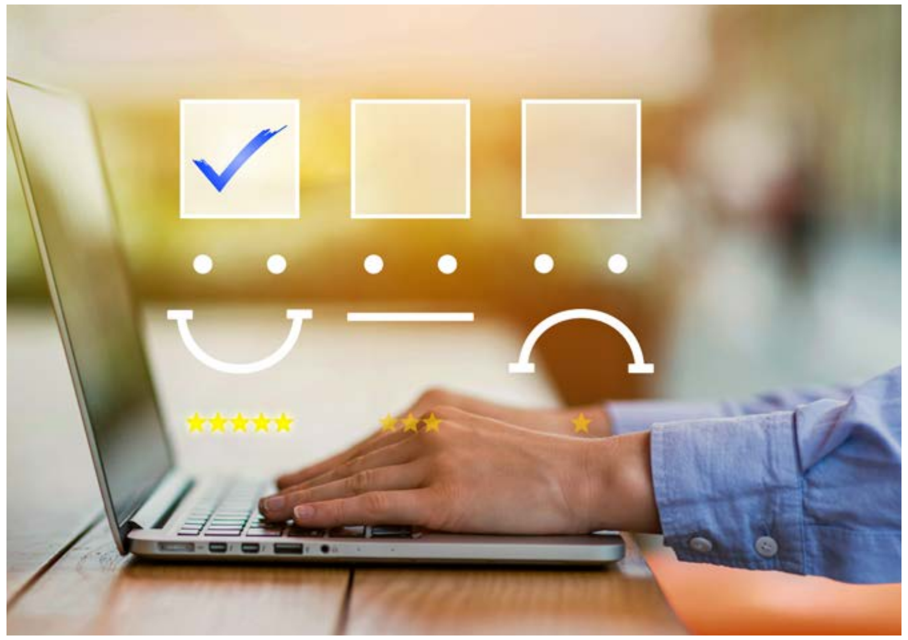
Customer Complaint Management System

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

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

Customer complaints (excluding claims) & resolution time trend





Port Operations, MLS & IWML

TMILL had secured 3 year supervision contract with Tata Steel for the Period October 21 – September 24 which sustains the base of TMILL at the ports of Haldia & Paradip. Berth # 13 [Old Berth # 12] handled highest ever volume of 2.26 Million MT during the year. With both these businesses reaching its optimum potential, Ports & MLS Division focussed on new businesses and achieved the following breakthroughs:

The first ever shipment of TMT bars from Haldia to Agartala through Indo Bangladesh Protocol Route was executed by Inland Waterways Division. MV Bulker 1 (under time charter of TMILL) sailed from Haldia on 8th January, 2023 with 958 MT of TMT bars for final carriage to Agartala via Ashugunj, Bangladesh. At Haldia, 5 MT mother bundles were converted to approximately 60 KG bundles for easy handling and distribution of TMT Bars in the North East through Agartala Land Port. The delivery time and quality of materials received at customer's end was satisfactory.

MLS Division, during the year successfully executed a project related to GST Credit on Vessel Related Charges. This yielded a saving of Rs. 41 Crores for TMILL's customers Tata Steel Limited (37.13 Crores), Tata Steel Long Products Limited (3.50 Crores), and Tata Metaliks Limited (0.50 Crores). The project also ensures business sustenance for TMILL and creates entry barrier in this segment, apart from additional revenue for the Company.

At Kandla, TMILL executed handling of CLAY shipment 112,450 MT. At Paradip, TMILL secured one year direct handling contract from NINL & TSML and expects to handle almost 1 Million MT for the two companies commencing September 2022 to August 2023. At Paradip, TMILL procured two dumpers which were inducted from July 2022 into Dumper Owner's Association at Paradip and the dumpers are carrying out Intraport Transportation job at Paradip Port.

At Haldia, TMILL executed three contracts in Hooghly Met Coke, Haldia as follows

(i) Material Handling Job for 5 S improvement project,
(ii) Transportation contract of 41,000 MT from Plant to Port and
(iii) Screening job of Swamp Breeze – 36,000 MT contract valid from September 2022 to December 2023.

The turnover of the above three contracts was approximately Rs. 1.92 Crores in FY 23.

The Company continued to enhance operational efficiencies and safe handling practices for steel cargo handling [Break Bulk & Containers] so as to stay ahead in this sector. During the year TMILL executed stuffing of 671 containers at Haldia for Tata Steel and JCAPCPL. It has retained

third party steel handling and established connect with potential customers, which eventually will allow TMILL to extend the supervision model to other berths in Haldia as well as to Paradip as export volumes grow in these ports.

The other process improvements done during the year were as follows:
GPS tracking of equipment was implemented for real time monitoring of shore handling equipment so as to optimise utilisation of idle equipment.

Digitisation of processes allowed the Company to introduce Online Monitoring of fuel consumption for effective monitoring and reducing average fuel consumption.

The Final Disbursement Account (FDA) Cycle Time in the MLS business was decreased from 30 days to 15 days to reduce overall outstanding and to improve the average working capital cycle.

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

Way Forward

Ports & MLS offer exciting growth opportunities for TMILL as the Subarnarekha Port Project is implemented as well as Inland Waterways and Multimodal Logistics develop. The Company aspires to take advantage of business growth from increased berth utilisation at ports, liner barge movement from Haldia to the North East through the Indo Bangladesh protocol route, multimodal opportunities for steel and cement customers, the CFS business and growth in coastal exports. To expand its Ports business and to provide competitive alternative to move bulk cargo from east India to the other coastal locations in the country, TMILL aims at progressively tapping Inland Waterways and Multimodal opportunities through specialized vessels / barges, develop niche solutions for Steel / Cement customers and focus on the coastal and Bangladesh markets.

ILS

The Integration of TMILL's Freight Forwarding business with its Custom House Agent & Inland Transportation (CHA-IL) business in 2019 followed by further integration of the Warehousing business led to the creation of the Company's Integrated Logistics Services arm in 2021.

The aim of this vertical is enhancing end-to end service offerings that are in line with internal and external changes in the Logistics sector in India and globally. Notwithstanding its nascent stage during the year TMILL continued to deliver value as an integrated logistics service provider, maintaining service level requirements for all contracts and by increasing the contribution of Warehousing in its ILS profits. Its shift from centralised to decentralised business development gave ILS room to expand the business via adjacency growth.

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

Comprehensive ILS strategy: Besides enhancing safety and the use of technology, TMILL is exploring the potential of further synergies across its business verticals to provide bundled services for its customers and grow its ILS business as part of a Comprehensive ILS strategy. The Warehousing business is also being geared to offset lower realisation, market volatility risk and the future viability of the Company's.

Freight Forwarding business: The creation of an Integrated IT Platform, which is in process, will lead to visualisation of import shipments and stock.

Way Forward: The Company intends to occupy a leading position in integrated offerings in Eastern India and to secure business contracting via long-term capacity with partners (10+ years).

To do so it will tap the potential of TSL vendor base, other steel and metal manufacturers in the eastern belt and create an asset base of leased plus owned warehousing assets to meet needs of customers as they emerge.

ISL

ISL conducted business with almost 33 different customers in FY22-23. Coal accounted for the highest share of cargo and Panamax took the highest share in terms of vessels. The contribution of Indian coastal segment to the overall business is significant and ISL continues to be a major player in coastal trade. With an agile business model & well defined processes , ISL has achieved the highest PAT and contribution in its history.

The Coastal Cargo handled at major ports also increased by 7.8% from 170.28 million tonnes during April-March, 2021-22 to 188.51 million tonnes handled during April-March, 2022-23. Amongst the Major Ports, Paradip Port handled the maximum Coastal Cargo of 58.08 million tonnes with a share of 31.6% (Source: the Ministry of Port, Shipping, and Waterways/ India, Briefing.com.) Coastal vessels in India are being provided a discount on port charges over foreign going vessels, reduction of GST on bunker fuel from 18 percent to 5 percent, cabotage relaxation for cargo vessels, integration of inland and coastal cargo, subsidy support to Indian shipping companies, Green channel clearance for coastal cargoes and priority berthing for coastal vessels at major ports are some of the efforts by GOI to promote coastal shipping. The East Coast of India continued to be an economically beneficial business zone for ISL.

Focus on Growth: The progressive strategic assetisation initiated in the previous year has continued to provide dividends. It is intended to continue to enhance tramp business with new identified trade lanes / cargo to increase its share of the coastal business, while ensuring the associated business risks, especially those arising out of the geopolitical crisis are covered by Risk Management.

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

Railways

TMILL's Railway business is slated to grow with the Government having a positive outlook to privatisation as the sector expands to meet the growing needs of its existing and potential customers. The Company, which began its Railway business with three rakes in FY 17-18, closed FY23 operating 19 rakes under the SFTO / LSFTO policy and another 16 under the GPWIS making it the largest private fleet owner and operator in the non -containerised segment.

Till FY22, the rakes were taken on lease for a five-year period against a five-year contract with customers. However, new rakes/ contracts are taken against 10 year contracts. A contract revision is underway keeping in view the long-term sustainability of the business and customer's operational requirement and few of the old contracts have also been extended for a ten-year period. TMILL's key customer, Tata Steel is also one of the largest customers of Indian Railways (IR) and moves finished products (steel), raw materials (coal, flux, iron ore) and byproducts (slag) via rail using IR and TMILL rakes. In FY23, TMILL moved ~1.7 MTPA of finished products (viz. SFTO rakes) and 8.6 MTPA of raw materials (viz. GPWIS rakes) for Tata Steel, which accounted for overall 15% of the finished products and 24% of raw material railway movement of Tata Steel. Over the last five years, TMILL's Railway business developed deep understanding of customer requirements and the ability to ensure consistent profitability. The preference of steel manufacturers and consumers to have steel transported by rail, due to its potential to reduce outbound logistics cost as well as enhance reliability of inbound and outbound logistics, will ensure a large and sustainable demand for rakes. As TMILL expands its fleet and new rakes are deployed at a marginal cost, this mode of transport will become even more attractive for its customers. TMILL has the ability to procure rakes at competitive rates due to the scale it has achieved, as the single largest customer of leasing companies. Long-term lease rentals at a discounted rate allowed TMILL to reduce the cost of new rakes procured compared to IR considering its ability to deploy new rakes at a lower incremental fixed cost. The lease model also provides long-term visibility of revenue, cost and hence profitability. However, the duopoly of Rail Leasing Companies remain a challenge, as it restricts the number of rakes available for lease and the duration of each lease. Hence TMILL's pursuit of model, based on a mix of own and leased rakes is viewed as the best way forward

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

Current Focus Areas:

- Operational efficiency for existing fleet via enhanced flexibility to run across various circuits/ OD pairs and enhanced capacity of GPWIS rakes
- Extension of existing contracts to secure long-term business sustainability
- Collaborative growth by induction of new rakes to enhance the fleet size and mix
- Policy Advocacy In last two fiscal years, TMILL actively engaged in innovative assignments that leveraged technology to meet customer requirements

This led to the development of new wagon designs with 10 per cent higher capacity for steel transportation, bulk cargo wagons for coking coal to run a mixed composition of wagons and the Company securing long-term contracts in its Railway business.

In terms of Process Improvement; road to digitisation with increasing fleet; identification and permanence of durable at the same time cost-effective rubber padding solutions were few of the process improvements undertaken during FY23. The targeted downtime of the five GPWIS rakes was 12 days and that of the four SFTO rakes was within 15 days per ROH, against which almost zero downtime realised in case of GPWIS rakes and approx. 12 days realized for SFTO rakes; which in turn resulted in a saving of Rs 75 lakhs for the Company.

Way Forward: TMILL intend to create greater value for its customers by reducing logistics cost via a shift to railway cargo handling, induction of new designs, greater running mix composition as well as building reliability and predictability in their supply chain. Part of this effort includes the creation of a digital dashboard for visualisation of rake status, setting up of control tower for round the clock monitoring of the rakes, next level automation by way of alerts and triggers for all sorts of operational requirements which will help eliminate human error as well as bring in higher operational efficiency which is a need of the hour in view of increasing fleet size. As part of digitalisation and with increasing fleet size, we are also in process The Company will progressively move to a long-term contracting model of 10 years and above, to harvest life cycle cost benefits and deliver higher customer value.

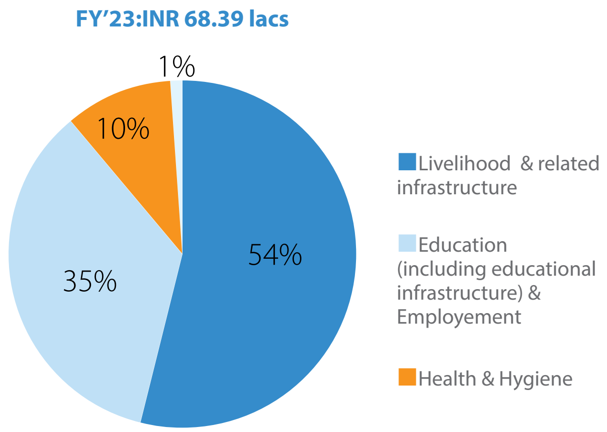
Social Responsibility

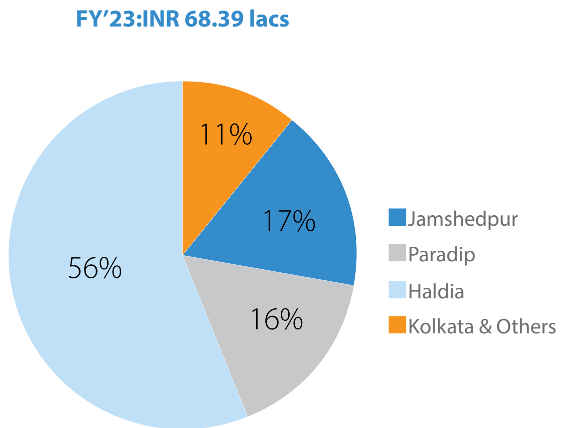
Defining CSR focus areas

UNDP 17 Sustainable Development Goals

Current Focus Areas under the ambit of CSR

CSR Spend Distribution Snapshot : Focus Area & Location





Affirmative Action

Undertaken initiatives ensure Affirmative Action along with CSR

- Archery and Sewing training centers were established at 4 KGBV Schools
- Beneficiaries : 280 tribal girl students (AA community)

Setting up of Bio Science Lab at K.G.B.V. Sundarnagar, Jamshedpur

Archery & Sewing Training Center at K.G.B.V. Sundarnagar, Ghatshila, Baharagoda, Musabani

Initiatives

Thematic & Cross Thematic mapping of initiatives

Primary Focus Area	Secondary Focus Area				
	Education & Employability	Health & Hygiene	Livelihood	None	Grand Total
Education & Employability			5		5
Environment		1			1
Health & Hygiene	1		3	3	7
Livelihood	1	3			4
Grand Total	2	4	8	3	17

- Primary Focus Area : Focus area under which initiative is accounted for and as per main objective
- Secondary Focus Area: Indirectly serves the objective & not accounted for under the head
- Infrastructure support initiatives have been given support as under the Primary Focus Area mapping; Health & Hygiene related infrastructure are categorized under Health & Hygiene, Educational infrastructure under Education & Employability and infrastructure aiding Livelihood under Livelihood

Primary Focus Area	Project Name & Implementing Partner	Secondary Focus
Education & Employability	Supporting under-privileged children with tuition fees, admission fees & books (SICW)	Livelihood
	Operation & Maintenance of existing Education Café for Children (AAS Vidyalaya)	
	Painting of School Corridor- School for mentally, physically & hearing handicapped students (Jagruty School)	
	Set up of bio -science lab in one school	
	a. Support for Archery to three centres @ KGBV Schools	
	b. Kasturba Gandhi Balika Vidyalaya	
	i. Providing five Stitching Machines each at 3 schools	
	ii. 3 Stitching trainers at three schools (Rs. 6k p.m. *3 schools*12 months)	
Environment	Supply, Plantation & Misc Exp	Health & Hygiene
Health & Hygiene	Blood Donation & Eye Check up camp & Distribution of Spectacles (in association with Haldia Dock Complex) Vivekananda Mission Ashram	Livelihood
	Distribution of uniform, blankets, bedsheets & mosquito net for inmates (Sister Nivedita Observation Home)	
	Support in blood sugar test at Diabetes Control Camp (in association with Haldia Medi Assist Welfare Society)	Livelihood
	Support for Health & Sanitation of Adolescent Girls (CINI)	Education & Employability
	Providing Water Purifier at Keshtopur Boy Home- Orphanage run under the NGO -Asian Sahyogi Sanstha India.	Livelihood
	Relocation of Dakshin Aarshini drinking water ptoject (IIT KGP)	
	Distribution of dry food packets in flood effected areas (in association with Direct & Smile Charity)	
Livelihood	Support to Assembly of God Church School for:	Education & Employability
	• Fabrication of two goal post- Rs. 1 lac	
	• Repair of basketball and football ground- Rs. 1.5 lacs	
	• Basketball Board- Rs. 0.75 lac	
	Construction of dormitory rooms for Destitute Women & Children (Gandhi Ashram)	Health & Hygiene
	Construction of first floor with attached washroom facilities for girls (in association with Sister Nivedita Observation Home)	Health & Hygiene
	Distribution of clothes to residents of Sonali Home/ Nimtaori Tamluk Unanyan Samiti	Health & Hygiene

Board of Directors

of TMILL (As on 17th April, 2023)

Mr. Peeyush Gupta
Chairman - TMILL

Mr. Guenther Hahn
Director –TMILL & ISL

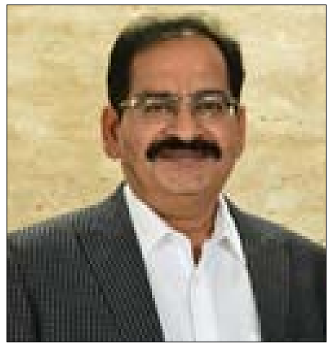
Ms. Stephanie Sabrina Hahn
Director –TMILL

Mr. Shinichi Yanagisawa
Director –TMILL

Captain Sandeep Chawla
Director –TMILL

Mr. Virendra Sinha
Director –TMILL

Mr. Amitabh Panda
Director –TMILL



Mr. Subodh Pandey
Director –TMILL

Mr. Dinesh Shastri
Managing Director – TMILL

Mr. Dibyendu Dutta
Director –TMILL

ABBREVIATIONS

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

Board of Directors

Group of Companies (As on 17th April, 2023)

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

Capt. Soumya Ranjan Patnaik
Director & CEO – ISL

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

Mr. Nandan Nandi
Director- TKM India & TKM China

Mr. Virendra Sinha
Director – ISL & TKM India

Mr. Dibyendu Dutta
Director –ISL

ABBREVIATIONS

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

NOTES

TM International Logistics Limited
Standalone Financial Statement

TM INTERNATIONAL LOGISTICS LIMITED

CORPORATE INFORMATION

As on 1st April, 2023

Board of Directors

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

Non-Executive Directors

Mr. Guenther Hahn
Ms. Stephanie Sabrina Hahn
Mr. Shinichi Yanagisawa
Capt. Sandeep Chawla
Mr. Amitabh Panda
Mr. Subodh Pandey

Committee of Directors

Audit Committee

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

Nomination and Remuneration Committee

Mr. Virendra Sinha (Chairman)
Mr. Peeyush Gupta (Member)
Mr. Guenther Hahn (Member)

Corporate Social Responsibility Committee

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

Management Team

Mr. Dinesh Shastri- Managing Director
Mr. Nandan Nandi- Chief Financial Officer
Mr. Anurag Garg- VP (Logistics)
Mr. Devdipta Samanta- GM- Port Operations & MLS
Ms. Shabana Khan- Chief - HR & IR
Ms. Jyoti Purohit- Company Secretary, Legal & Ethics Counsellor

Auditors

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

Bankers

State Bank of India
HDFC Bank
ICICI Bank
Kotak Mahindra Bank

Registered Office

Tata Centre
43, Jawaharlal Nehru Road
Kolkata- 700071

Corporate Office

7th Floor, Infinity IT Lagoon,
Plot E 2-2/1, Block EP & GP,
Sector – V, Salt Lake,
Kolkata – 700 091
Tel- 91-33-68286000

Corporate Identification Number (CIN)

U63090WB2002PLC094134

TM INTERNATIONAL LOGISTICS LIMITED

CIN – U63090WB2002PLC094134

DIRECTORS' REPORT

TO THE MEMBERS,

The Directors present the Twenty first Annual Report of TM International Logistics Limited on the business and operations of the Company together with the Audited Statement of Accounts for the year ended 31st March 2023.

A. FINANCIAL HIGHLIGHTS

(Rs. in crores)

Sl. No.	Particulars	Standalone		Consolidated	
		2022-23	2021-22	2022-23	2021-22
(a)	Total Income	779.77	773.44	1,477.60	1,683.77
(b)	Less: Operating and Administrative Expenses	612.99	640.28	1,258.66	1,494.07
(c)	Profit before interest, depreciation and taxes	166.78	133.16	218.94	189.70
(d)	Less: Depreciation	84.51	79.37	106.99	93.98
(e)	Less: Interest	19.86	17.12	20.62	17.48
(f)	**Profit before taxes (PBT)**	**62.41**	**36.67**	**91.33**	**78.24**
(g)	Less: Taxes (including deferred taxes)	7.62	6.89	11.33	11.95
(h)	**Profit after taxes (PAT)**	**54.79**	**29.77**	**80.00**	**66.29**
	Net Profit carried to Balance Sheet	**55.19**	**29.25**	**116.77**	**71.57**

1. **Dividend**

   The Board of Directors in their meeting held on 17th April, 2023, had recommended a dividend @ 222.22%, i.e. Rs. 22.22/- per equity share on the 1,80,00,000 equity shares of Rs. 10/- each amounting to Rs. 40 crores (Rupees Forty crores only), for the year ended 31st March, 2023.

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

2. **Transfer to reserves**

   The Company has not transferred any amount to Reserves for the year ended 31st March 2023.

B. OPERATIONS AND PERFORMANCE

FY '23 was a year with the highest-ever PBT for TMILL group. It continued its quest to deliver stakeholder value by focussing on Safety, People, Process Improvement, Digitalization and Planned Operational Efficiency, besides key strategic and timely business decisions with longer-term benefits.

Regardless of the odds, all business segments showed substantial improvement across all functions. There were Zero Fatality, while the number of Lost Time Injuries (LTI) was one (1) and seven (7) incidents each of Near Misses / High Potential (HIPO) during the year. Constant emphasis was being given on regular online safety training and awareness sessions. Storage of Safety data and Report generation is now being controlled through the Safety Portal on Company's Intranet.

In terms of operational and financial performance, TMILL group achieved the best-ever profit since inception. It closed the year with a turnover of Rs. 1457 crores (FY22: Rs. 1673 crores) and PBT of Rs. 91.33 crores (FY22: Rs.78.23 crores) over ABP of Rs. 1817 crores and Rs. 82.10 crores respectively.

Shipping: In Shipping, ISL identified business opportunities through the purchase of a new vessel "Subarnarekha". For a sustainable profitable growth, TMILL group moved from a pure Asset light spot model to a portfolio approach with some owned assets. Focus on portfolio optimization continues with ratio of "Owned" to "Tramp" Ship Days increasing to 478:2231 (FY21: 365:2835). ISL gave its best ever contribution of Rs. 83.53 crores (FY22: Rs. 66.11 Crores) in the current year.

Railways: The Railways vertical ensured a sharp turnaround in GPWIS business from negative Rs. 6.22 crores to a profit of Rs. 5.70 crores, thus accelerating the overall profit of the division to Rs. 7.26 Crores (FY22: Rs. 7.31 Crore). The overall TAT and volumes in GPWIS were up by 10% and 40% respectively, over the previous year. SFTO on the other hand supported an increase in operational efficiency by way of adding 65 new OD pairs along with operationalizing two-point unloading.

Inland Logistics: In order to provide single point end-to-end solutions in CHAIL, FF and Warehousing space, these verticals were merged into a single vertical named Integrated Logistics Solutions (ILS) to increase focus. Despite the restructuring of the old cost-plus model, ILS achieved a PBT of Rs. 10.04 crores (FY22: Rs. 8.86 crores) and generated a significant system benefit of RS. 5 crores per annum by doubling the Warehousing volume along with higher FF volume in India. In ILS, Warehousing had been identified as a growth area thus increasing three times in terms of storage area during the year with more in the pipeline. Overall, TKM GmbH and TKM China demonstrated improved performance on the back of higher volumes, market highs, and effective risk management registering a PBT of Rs. 9.57 crores (FY22: Rs. 11.60 crores).

Digitization: The TMILL group has continuously endeavoured to stay at the forefront of digitization through SAP and business application enhancement to support end user requirements including new modules like lease accounting and cash management. Enhanced IT Security through Microsoft Azure based LOB (Line of Business) & SAP applications.

Improvement Initiatives: TMILL group, in its endeavour towards achieving continuous improvement, had undertaken more than 40 improvement projects that resulted in both tangible and intangible benefits. During the year, several key initiatives were introduced to make a Future Ready TMILL 2.0 with a strong growth trajectory going forward. These include:

- Developing all stakeholder consensus on TMILL Group Vision 2027 as *"To be a leading Integrated Logistics Service Provider in select markets of India".*
- In process of developing a Marketing & Business development outlook targeted at seeking business opportunities within and outside TSL by pro-actively offering solutions. Customised training programs on Sales & Marketing for all employees were conducted in phases.
- Talent infusion across all levels to develop leadership pipeline.
- Railways – Developed consensus for 10/14-year agreements to optimise value as against initial five year contracts. Rake buy versus Lease is being explored and fleet additions in future would be a combined approach. 3rd party business focus has begun to yield initial results with interests from cement and steel manufacturers being converted to businesses.
- Shipping: Midterm strategy to continue progressive purchase and subsequent sell off of assets by 2028/29. This is to take advantage of the window of opportunity available due to the current impasse in new building orders in view of the IMO regulations regarding sustainable technology/choice of fuel.
- Incubation of new businesses: Inland Waterways
- Husbandry Services in addition to Agency services for vessels, Stevedoring and handling along the west coast.

Awards & Accolades: In TBEM assessment 2022, TMILL achieved a score of 562 (previous score : 541) leading to a band jump to the category "Emerging Industry Leader" from "Good Performance" band. TMILL had been conferred by World HRD Congress with the Best HR Organization to work for in the year 2022 for its strong commitment to HR Excellence". TMILL Haldia Port Operation (Berth #13) bagged the Highest Sulphur Discharge Award from Indorama.

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

C. KEY DEVELOPMENTS & SUSTAINABILITY

1. Corporate Social Responsibility (CSR)

Community is pivotal to TMILL's mission. Our CSR programs are aim at being relevant to the communities in our areas of operations and influence. The company keeps its CSR policy relevant with the changing needs of the society, which is influenced by its operations. The revised CSR policy in line with the latest CSR Amendment 2021, which is duly approved by the Board of Directors. The policy is available on company's website https://www.tmilltd.com/finance-policies/company-policies.aspx

The Company has identified the following Focus Areas for CSR initiatives & interventions :

- Health & Hygiene of the communities
- Improving the Quality of Education, Skill Development & related infrastructural support
- Employability Improvement & Sustainable Livelihood by improving related infrastructure
- Environmental Sustainability

TMILL does partner with various NGOs & Social Organisations for effective implementation of the initiatives and interventions and does monitor the effectiveness.

The highlights of review period are as under :

- The CSR Committee was renamed as CSR & Sustainability Committee
- During the year TMILL has implemented 17 initiatives in various geographies viz. Jamshedpur, Kalinganagar, Paradip, Haldia & Kolkata. The coverage of the beneficiaries also spreads over the Affirmative Action (AA) Community
- In FY'22-23, the company's CSR spent was Rs. 68.47 lakhs, which is higher than the statutory requirement
- The Annual Report on CSR with details of interventions, expenditure, relevant geography and implementing partners is given in Annexure 2 – Annual Report on CSR. The annual report on CSR is in adherence to Section 135 of the Companies Act and the Rules thereunder. ***(Refer Annexure 2- Annual Report on CSR).***

2. Environment, Health and Safety

Details of EHS Initiatives undertaken during the year under review is included as an Annexure to this report. ***(Refer Annexure 1- Report on Operations, Information Technology, Safety & Quality Initiatives)***

3. Human Resource Management & Industrial Relations

The Company had a diverse and inclusive workforce with a diversity and inclusion (D&I) ratio of 15% (India). TMILL group had a total strength of 220 plus on-roll employees (globally), 59 FTCs (Fixed Term Contract), 74 Off-Rolls (Associate) and 1400 plus contractual employees across various locations and businesses in FY 23. During the year, the Company continued its focus on building workforce capability as per the Capability calendar through on-line, classroom and e-learning platforms. The Company's capability development agenda continued to focus on building skill gaps and leadership skills to meet the current and futuristic business requirement. The Company maintained cordial industrial relations with the representatives of the Union of employees at the Ports and at Kolkata. Employee Wellness & Wellbeing continues to be of primary focus for all workforce segments wrt: Policies and Processes. Policies such as Sahaj Jeevan, Stay Allowance and Walk Break were launched during the year. HR department continued to focus on strengthening of the Policies, Processes and Performance Management System for the TMILL Group, working towards a competitive Reward and Compensation structure, as well as ensured digitisation of the PMS and Compensation & Benefit process. 3 MTs & 3 GeTs were onboarded during the year under the C2C Program - Project UDAAN. Employee Engagement Survey was administered during the year and experienced a record jump of 26% (Overall Score 80%). Health Bulletin was recognised as the Best Practice of TMILL in TBEM assessment FY:22.

TMILL Group India received an award in the Business Leader platform for "Best HR Organization to Work For and HR Contribution" of the Year amongst over 200 participating companies.

4. Quality Initiative

Details of Quality Initiatives undertaken during the year under review is included as an Annexure to this report. ***(Refer Annexure 1- Report on Operations, Information Technology, Safety & Quality Initiatives)***

D. CORPORATE GOVERNANCE

As a part of the Tata group, TMILL group places strong emphasis on Corporate Governance. The Company is committed to maintaining a high standard of corporate governance practices and procedures. It believes that good corporate governance practices are essential for enhancing shareholders' value and in carrying on business, imbibing the principles of trusteeship, empowerment, innovation, corporate social responsibility, transparency and ethical practices.

The Company has adopted various policies such as Nomination & Remuneration Policy, Whistle Blower Policy for employees & vendors, Risk Management Policy, Corporate Social Responsibility Policy, Prevention of Sexual Harassment at Workplace Policy (Gender Neutral). During the year under review two more policies were adopted , namely- Anti Money Laundering/ Counter Terrorist Financing / Know Your Customer Policy, Anti Bribery and Anti Corruption Policy, whether or not required under the Companies Act 2013, thereby setting the foundation for good corporate governance at the core of all its business transactions and processes. Adoption and adherence to the Tata Code of Conduct further strengthens Company's philosophy on Corporate Governance. The Company considers its inherent responsibility to disclose timely and accurate information regarding the operations and performance, leadership, and governance of the Company.

A detailed report on the matters of Corporate Governance is annexed. ***(Refer Annexure 3- Corporate Governance Report)***

1. Board of Directors

As on 31st March, 2023, the Board comprised 9 (nine) Directors, out of whom 1 (one) is Independent, 7 (seven) are Non-Executive (including one Women Director) and 1 (one) is Executive.

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

Details of appointment/ cessation of Directors and re-appointment of Directors retiring by rotation during the period under review, till the preparation of Director's Report, and declaration of independent director in accordance with Section 149(7) has been included in the Corporate Governance Report. ***(Refer Annexure 3- Corporate Governance Report)***

2. Meetings of the Board and Committees of the Board

The Board met 6 (six) times during the year under review. The intervening gap between the meetings was within the period prescribed under the Act and notifications issued by the Ministry of Corporate Affairs from time to time.

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

Audit Committee

TMILL being a joint venture company is exempted from having an Independent Director and hence formation of an Audit Committee is not mandatory, still the same has been duly constituted as per the provisions of the Companies Act. The primary objective of the Committee is monitoring and supervising the Management's financial reporting process to ensure accurate and timely disclosures with highest levels of transparency, integrity and quality of financial reporting. The Committee met 4 (four) times during the year under review.

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

Details of composition of the Board, its Committees and their meetings held during the year under review are given in the Corporate Governance Report. ***(Refer Annexure 3- Corporate Governance Report).***

3. Nomination and Remuneration Policy

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

Selection of new Directors and Board Membership Criteria

The NRC functions in consultation with the Board and follows the guidelines of Policy on appointment and removal of directors in letter and spirit while selecting candidates for appointment of Directors.

The NRC formulates and recommends to the Board the appropriate qualifications, positive attributes, characteristics, skills and experience required for the Board as a whole and its individual members with the objective of having a Board with diverse backgrounds and experience in business, government, education and public service. The Policy for appointment and removal of Directors and determining Directors' independence is available on our website and can be accessed at can accessed at http://www.tmilltd.com/finance-policies/company-policies.aspx

Remuneration Policy for the Board and Senior Management

The Board has approved the Remuneration Policy for Directors, Key Managerial Personnel ('KMP') and all other employees of the Company. The same can accessed at http://www.tmilltd.com/finance-policies/company-policies.aspx. Details of remuneration for Directors in FY 2022-23 forms part of Form MGT-9 forming part of the extract of the Annual Return.

4. Board Evaluation

During the year under review, the evaluation process was carried out for the Board, its various Committees and individual Directors, in accordance with the Nomination and Remuneration Policy adopted by the Company. The details of evaluation process has been included in the Corporate Governance Report. ***(Refer Annexure 3- Corporate Governance Report)***

5. Key Managerial Personnel

Pursuant to Section 203 of the Companies Act, 2013, the Key Managerial Personnel of the Company as on 31st March 2023, are Mr. Dinesh Shastri, Managing Director, Mr. Nandan Nandi, Chief Financial Officer and Ms. Jyoti Purohit, Company Secretary & Legal and Ethics Counsellor.

The remuneration and other details of KMP's for FY 2022-23 are duly disclosed in Form MGT-9 forming part of the extract of the Annual Return uploaded on the website- www.tmilltd.com.

6. Particulars of Employees

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

7. Directors' Responsibility Statement

Based on the framework of internal financial controls and compliance systems established and maintained by the Company, work performed by the internal, statutory auditors and external consultant(s), including audit of internal financial controls over financial reporting by the statutory auditors and the reviews performed by Management and the relevant Board Committees, including the Audit Committee, the Board is of the opinion that the Company's internal financial controls were adequate and effective during the financial year 2021-22.

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

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

8. Auditors

(i) Re-appointment of Statutory Auditors & Audit Report

The Auditors of the Company, M/s Price Waterhouse & Co. Chartered Accountants LLP, Kolkata, were re-appointed for another term of 5 years at the 20th AGM held in the year 2022 to hold office upto the conclusion of the 25th Annual General Meeting of the Company to be held in the year 2027. In line with the Companies Amendment Act 2017 , which has omitted the provision relating to annual ratification of appointment of Statutory Auditors by members in Annual General Meeting, only a confirmation letter has been obtained from them confirming that they are eligible to continue as the Statutory Auditors of the Company.

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

(ii) Re- appointment of Secretarial Auditors and Secretarial Audit Report

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

Accordingly, pursuant to the provisions of Section 204 of the Companies Act 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has re-appointed M/s. D. Dutt & Co., Practising Company Secretaries to undertake Secretarial Audit for the financial year ended 31st March, 2023. The Secretarial Audit Report as placed for review and approval by the Board, is enclosed as an annexure. ***(Refer Annexure 4- Secretarial Audit Report)***

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

(iii) Re-appointment of Cost Auditors and Cost Audit Report

Pursuant to the provisions of Rule 3 (B) 7 of the Companies (Cost Records & Audit) Amendment Rules 2014, Berth 13 at Haldia falls under the purview of Cost Audit. In line with the same, the Board of Directors of the Company has on the recommendation of the Audit Committee, approved the re-appointment of M/s Mani & Co. as the cost auditors of the Company (Firm Registration No. 000004) in order to conduct the Cost Audit for FY 2022-23.

The cost audit report for the year ended 31st March, 2022 has been filed with Ministry of Corporate Affairs, under cover of Form CRA 4 on 22nd August, 2022.

(iv) Significant and Material Orders passed by the Regulators or Courts

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

(v) 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.

(vi) Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo

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

(vii) Deposits

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

(viii) Related Party Transactions

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

The disclosures of material transactions as required under Section 134 of the Companies Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014, relating to contracts or arrangements entered by the Company with related parties referred to in Section 188 (1) of the Act are provided in Form AOC-2. ***(Refer Annexure 5).***

(ix) Compliance Management Software

TMILL has been using a third-party software named Legatrix to manage the Compliance applicable to the Company. The system based on the maker cheker concept tracks all the compliances across the organization. As on 31st March, 2023, there are nil non-compliance reported in the system. Compliances certificates along with detailed reports are generated on a quarterly basis by all the Function Heads and presented to the Managing Director for review and reporting to the Audit Committee of the Company. Compliance certificates from Managing Director and Chief Financial Officer are also placed before Board of the Company. Details on Compliance management system has been included in the Corporate Governance Report. ***(Refer Annexure 3- Corporate Governance Report)***

(x) Significant and Material Orders passed by the Regulators or Courts

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

(xi) Extract of 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 uploaded on the website of TMILL - www.tmilltd.com.

(xii) Ethics

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

During the year under review, the Company undertook initiatives to create awareness amongst internal stakeholders and external stakeholders about the Tata Code of Conduct, its related polices and other ethical practices of the Company. Details of initiatives, awareness programs and trainings conducted during the year has been included in the Corporate Governance Report. ***(Refer Annexure 3- Corporate Governance Report)***

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

(xiii) Vigil Mechanism

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

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

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

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

(xv) Subsidiaries

The statement pursuant to Section 129 of the Companies Act, 2013 and the relevant rules in respect of the subsidiaries of the Company viz. International Shipping and Logistics FZE, Dubai and TKM Group, (i.e. TKM Global Logistics Limited, TKM Global GmbH, Germany, TKM Global China Ltd., China), has been included as an Annexure to the report in Form AOC-1. ***(Refer Annexure 6- AOC 1)***

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

(xvi) Secretarial Standards

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

E. RISK MANAGEMENT POLICY

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

F. INTERNAL FINANCIAL CONTROL, SYSTEM & THEIR ADEQUACY

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

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

G. INTERNAL AUDIT

In TMILL, Internal Audit function is in-house and Internal Audit reports are reviewed by Audit Committee on a quarterly basis. Internal Audit is conducted based on Audit Plan approved by management and Audit Committee at the beginning of every Financial Year. Internal Auditor primarily reports to Audit Committee with a dotted line reporting to Managing Director. There is defined Internal Audit process which is vetted by Audit Committee and diligently followed by Internal Auditor while conducting periodic reviews.

H. ACKNOWLEDGEMENT

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

For and on behalf of the Board of Directors

Peeyush Gupta
Chairman
DIN: 02840511

Kolkata
Date: 17th April, 2023

Dinesh Shastri
Managing Director
DIN: 02069346

Annexure 1

REPORT ON OPERATIONS, INFORMATION TECHNOLOGY, SAFETY & QUALITY INITIATIVES

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

i. Port Operations

The Major Ports under Ministry of Shipping handled a volume of 795 million MT of cargo during 2022-23 as compared to 719.38 MT during 2021-22, volume increased by 10.51%.

SMP, Kolkata handled 65.66 MMT of cargo during 2022-23, creating all time record in the port's history, surpassing the previous highest of 63.83 MMT handled in 2019-20, clocking a robust 12.87% rise from the previous year 2021-22 volume of 58.17 MMT.

Its two sister docks Haldia Dock Complex and Kolkata Dock System , also witnessed an increase in cargo handling 48.608MMT (HDC) and 17.052MMT(KDS) of cargo traffic in FY 2022-23, overtaking the previous year's figure of 42.87 MMT and 15.298 MMT , a rise of 13.37% and 11.47% respectively.

Incidentally, HDC's handling of 48.61 MMT in FY 22-23, is the highest ever cargo volume since its inception, surpassing its earlier record of 46.68 MMT in FY 20. Highest ever rail borne cargo of 28.81 MMT has also been achieved at HDC in FY 22-23 surpassing the previous best of 24.27 MMT last year, making SMPK record the highest rail borne cargo traffic of 34.61 MMT in FY 22-23.

Paradip Port Authority (PPA) handled highest ever monthly traffic of 13.50 MMT during March23 and highest ever annual traffic of 135.36 MMT during FY 22-23, volume increased by 16.56 % from previous year volume of 116.13 MMT.

Dhamra Port Company Ltd(DPCL) handled highest ever volume of 30.12 MMT in FY 2022-23 surpassing its previous best of 29.40 MMT in FY 2021-22, volume increased by 2.45%.

Most notable achievements of Port Operations were as follows:

- Berth 13 (erstwhile Berth12) has handled highest ever tonnage of 2.26 MMT during FY 2022-23 surpassing previous best of 2.079 MMT in FY 2019-20, volume also increased by 12.04% from previous year volume of 2.017 MMT.
- Tata Steel completed the first multimodal shipment of 960 mt of steel TMT bars from Berth 13 to Tripura's Agartala via Indo Bangladesh Protocol route. Barge Bulker I was flagged off from Berth 13 on 8th January 23 in presence of Chairman TMILL and VP, GSP and SCM Tata Steel, Mr. Peeyush Gupta.

  The first leg of the journey was through Inland water ways using the IBP route, to the transfer point at Ashuganj port in Bangladesh. The bars were then unloaded and the second leg of the transportation via road to a Land port authority of India warehouse at Agartala on the India-Bangladesh border. In the third and final leg of the journey, trucks were used to trans ship goods from this warehouse to the distributor's warehouse in Agartala.
- Berth # 13 handled 0.46 Million MT of non-Tata Steel cargo during the year including steel exports of Jindal Steel and Power , steel imports of Nepal customers, fertilizer raw materials a/c Indorama and raw material imports of various customers other than Tata Steel.
- The turnover of Berth # 13 in FY 23 is Rs. 97.15 Crores .The total turnover of Port Operations is Rs. 159.47 Crores.
- 1st Sulphur shipment of 10,000 mt done in the month of Feb 23 A/c Indorama India Pvt Ltd at Berth 13. Appreciation received for achieving highest discharge rate of 13,846 mt/day of Sulphur fom MV African Road runner.
- At Haldia & Paradip combined, a total volume of 13.00 Million MT was handled account Tata Steel Limited, comprising of 12.07 Million MT Raw Material Imports, 0.93 Million MT of Steel Exports.
- At Haldia 0.65 Million MT of raw materials was handled through Haldia Port Berths for various group companies like Tata Metaliks & Tata Steel Long Products.
- At Paradip 0.23 Million MT of raw materials was handled for various group companies like Tata Steel Long Products & Tata International Limited.
- At Paradip, 5 shipments for M/s Neelachal Ispat Nigam Ltd and 4 shipments of M/s Tata Steel Mining completed successfully, total cargo handled 1,76,269mt.

Highest volume handled in a financial year at Paradip of 8.44 Million MT comprising of 8.04 Million MT on account of Tata Steel Ltd and 0.40 Million Mt on account of various group companies like Tata Steel Long Products , Tata International Limited, Tata Steel Mining and Neelachal Ispat Nigam Ltd(NINL).

ii. Railways

In the year FY'23, TMILL's Railway division has continued to increase its fleet size and total volume handled. There has been significant improvement in operational efficiency, especially in GPWIS circuits resulting in quantum leap in profitability by almost 2.5 times . To sweat the asset further, GPWIS rakes are being continuously converted from 22.9 MT to 25 MT axle load resulting in 10% higher loading with same asset.

Highlights of Railway division:

- TMILL has handled a total raw material volume of 7.8 MMT (till Feb'23) in the year of FY'23 and expected to handle 0.8 MMT in the month of March'23 under GPWIS scheme with Y-o-Y expected growth of around 32%.
- TMILL has handled a total finished goods volume of 1.51 MMT in the year of FY'23 till Feb'23 and is expected to handle around 0.16 MMT more in the month of March'23 under SFTO scheme.
- TMILL has added 3 new rakes under LSFTO scheme (earlier SFTO) and 4 new rakes under GPWIS in FY'23 taking the total count of fleet size 36 rakes (SFTO/LSFTO-19 and GPWIS -17).
- TMILL has completed the 2nd operational year of LTTC target in the month of July'22.
- New customer, Non – Tata Steel from cement and steel industry have been onboarded.
- 5 BOXNHL rakes under GPWIS scheme were converted to 25 MT axle load- approx. 10% higher loading.
- Received order from Customer for Ten (10) New LSFTO rakes to be delivered in next 18 months.
- On operational front, established 24 X 7 Control room for rail ops in Jamshedpur.
- Improved operational flexibility achieved in
  - SFTO/LSFTO – By adding 12 destinations for 7 BFNSM and 5 BFNS rakes from all origin points i.e. TSJ, TSK and TSM.
  - SFTO/LSFTO – 5 new destinations for all SFTO/LSFTO rakes
  - GPWIS – Adding all circuits to all rakes as per customer's need.

iii. CHA & Inland Logistics

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

Some of the notable highlights are :-

- Rake movement of Refractory Containers from Vizag Port to KPO done for the first time. This has resulted in fast movement and returning 350 containers to Shipping line plot within Free period.
- Refund of Pre-Deposit of Rs.8.95 Crores from Customs in DRI case. Efforts has been appreciated by Customer.
- The issue related to finalisation of provisional assessment of TSL for bulk shipments which was pending for quite a long time was taken up with customs authorities and Customs Duty of Rs.67.64 crores and interest of Rs.20.34 Crores was paid on price variation and on load port demurrage for 1800 cases related to FY 18-19 to FY 20-21.
- After takeover of NINL in July 2022, the Customs Clearance activity of import cargo came into the CHA &IL operations of TMILL from October-22.

iv. Maritime Logistics Services (MLS)

MLS division has handled 518 ship calls across 20 Indian Ports as on 28th Feb 2023. Majority of the vessels are attended at Haldia, Paradip, Dhamra, Mumbai, Sagar, Kandla, Tuticorin Ports. The division has generated an annual revenue of INR 192 million, with a Contribution of INR 110.5 million and a PBT (before allocation) of INR 90.7 million.

Major breakthroughs were made in the following areas in FY'23:

- After a productive series of discussion finally this year we have devised and implemented the Port DA project with Tata Steel Ltd. for all the FOB Import shipments arriving in Indian Ports since Jul'22. Executing the same we have already been able to provide a GST benefit of approx. INR 321 Million to Tata Steel Ltd as of Feb'23 and concurrently have earned approx. INR 4.4 Million towards the documentation charges as agreed with Tata Steel Ltd.
- Executed our maiden ball clay handling agreement with M/s Picasso Ceramics & Colours Pvt Ltd at Kandla Port for three consecutive years. Moreover, we have already handled two export shipments of it combining a cargo qty. of approx. 74,000 MT and another shipment of 40,000 MT is expected to carry out in March'23, handling work is in progress in full swing.
- Generated the highest ever husbandry revenue this year i.e. INR 28.5 Million as of Feb'23, previous best was INR 22.8 in FY'22.
- Handled the highest ever TSL CFR ship calls i.e. 44, previous highest was 27 in FY'22.
- Attended 8 ship calls a/c SAIL nominated by NYK Bulkship (Atlantic) NV and Tata NYK Shipping Pte Ltd. under Non-TSL agency category and efficiently handled all the shipments including three (3) midstream operations effected at Sagar anchorage and Sandheads.
- Handled approx. 0.57 MMT coal cargo in this FY, the highest ever tonnage at Sagar anchorage till date. The cargo attributed to M/s Tata Steel Ltd & M/s SAIL.
- Handled the midstream operation of approx. 0.25 MMT (4 ship calls) cargo combining coal and flux in this FY, the highest ever tonnage at Sandheads anchorage till date. The cargo attributed to M/s Tata Steel Ltd (CNA) & M/s SAIL (OPA).
- Handled our maiden two barge shipments at Kolkata Port as agent a/c IWML, TMILL after being duly registered as barge agent with KoPT authority for the first time.

v. Warehouse & Supply Chain

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

Some of the notable highlights include:

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

B. DETAILS ON INFORMATION TECHNOLOGY

In TMILL group, different business units manage the operational and customer requirement using the line of business application which caters to the specific part of the logistic chain. Main ERP chosen for the company is SAP, which is being used in TMILL and TKM India. As SAP is at core of IT systems, it has been continuously upgraded in last few years to make it cutting edge. FY'19, SAP was migrated to Microsoft Cloud (Azure) from on premise infrastructure and was upgraded to S/4HANA. FY'20, SAP was upgraded to its latest 1909 version and in FY'21 new functional modules like HR, Lease Accounting, Treasury, GRC were added to make optimum utilization of the same. Multiple reporting was enabled in SAP based on the functionalities in FY'22.

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

To bring IT infrastructure and application landscape of TMILL sustainable and compatible to the growth plan of the organisation, IT implementation based on Information Technology strategy and recommendation of business process reengineering (BPR) exercise was done. This enables capturing of all transactional data and allows sharing across various lines of businesses. This will help achieve one integrated IT system for the group to enhance cross functional synergies and efficiency. Also, modernization of applications, to make them compatible to the cloud and integration with SAP is complete and company is working towards further data automation and reporting to eliminate manual transactions and capture all data which is necessary to move towards completely data driven organization.

C. ENVIRONMENT, HEALTH & SAFETY

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

- There has been **Zero Fatality** while the number of Lost Time Injurie (LTI) was one (1) and seven (7) incidents each of Near Misses / High Potential (HIPO) during the year. Each of the incidents were investigated and necessary Corrective And Preventive Actions (CAPA) was implemented with due communication to all locations and all concerned
- Throughout the year On Line /physical classroom safety trainings on relevant topics were organized through DGFASLI, Haldia Dock Complex, Inspectorate of Dock Safety, Central Labour Institute etc, TMTC Pune.
- The Surveillance Audit of (Environment Management system) & 45001:2015 (Occupational Health & Safety Management System) conducted during the year and IRQS has retained the certification valid. These systems provide the Company with a framework for managing compliance and improving environmental performance, making it future ready to address stakeholder requirements.

D. QUALITY INITIATIVES

During the year, 40+ Improvement Projects were initiated by business and support functions under categories like Process Improvement, Innovation, Safety, Health & Environment, etc. These projects have contributed towards system benefit of approximately INR 15 crores. . More than 50 employees participated in the improvement journey this year.

The projects are currently towards completion and review is under progress. All the teams who have successfully completed the projects shall be recognised for their exemplary work towards continuous improvement journey. These improvement initiatives have not only contributed in top line and bottom-line growth but also resulted in customer appreciation and encouragement to keep up the good work.

We also continue to excel our improvement journey with Integrated Management System (IMS) certification - Second surveillance audit successfully completed in August 2022 with continuation of IMS Certification.

Annexure 2 to the Director's Report

Annual Report on CSR Activities Included as part of Board's Report for Financial Year 2022-2023

1. **Brief outline on CSR Policy of the Company-** TMILL's CSR activities are designed to promote sustainable and equitable development to improve the quality of life of people in the communities in and around the geographies we operate. The focus has been improving the quality of life amongst socially and economically backward communities, promoting education including special education and employment enhancing vocational skills, promoting preventive healthcare and sanitation and making available safe drinking water and prioritizing permitted CSR interventions in social crisis of national or regional importance, including national disasters and pandemic.

2. **Composition of CSR Committee as on 31st March, 2023:**

Sl. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Mr. Virendra Sinha	Independent Director	2	2
2	Mr. Sandeep Bhattacharya*	Non-Executive Director	2	1
3	Mr. Dinesh Shastri	Managing Director	2	2

*Resigned in January, 2023.

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

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

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

Sl. No.	Financial Year	Amount available for set-off from preceding financial years (in Rs)	Amount required to be set-off for the financial year, if any (in Rs)
1	FY 22-23	Nil	Nil
	Total		

6. Average net profit of the company as per section 135(5). **Rs. 31.53 crores/-**

7. (a) Two percent of average net profit of the company as per section 135(5)- **Rs. 63.06 lakhs**

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

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

(d) Total CSR obligation for the financial year (7a+7b-7c)- **Rs. 63.06 lakhs**

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

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

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

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

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

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(11)	
Sl. No.	Name of the Project	Item from the list of activities in schedule VII to the Act	Local area (Yes / No)	Location of the project.		Amount spent for the project (in ₹)	Mode of implementation - Direct (Yes/No)	Mode of implementation - Through implementing agency	
				State	District			Name	CSR Registration no.
1.	Blood Donation & Eye Check up camp & Distribution of Spectacles (in association with Haldia Dock Complex) @ Vivekananda Mission Ashram	Item no. i(iv) Promoting health care including preventive health care	Yes	Haldia, West Bengal		0.55	Yes	Direct	CSR00001957 Vivekananda Mission Ashram
2.	Distribution of Uniform, blankets, bedsheets & mosquito net for inmates @ Sister Nivedita Observation Home	Item no. i(iv) Promoting health care including preventive health care	Yes	Haldia, West Bengal		0.42	Yes	Direct	CSR00012959 Sister Nivedita Observation Home
3.	Support in blood sugar test at Diabetes Control Camp (in association with Haldia Medi Assist Welfare Society)	Item no. i(iv) Promoting health care including preventive health care	Yes	Haldia, West Bengal		0.28	Yes	Direct	-
4.	Support for Health & Sanitation of Adolescent Girls (CINI)	Item no. i(v) Promoting sanitation	Yes	Kolkata, West Bengal		2.00	No	Child In Need Institute (CINI)	CSR000000494
5.	Providing Water Purifier at Keshtopur Boy Home-Orphanage run under the NGO @Asian Sahyogi Sanstha India.	Item no. i(vii) Making available safe drinking water	Yes	Kolkata, West Bengal		0.39	Yes	Direct	-
6.	Relocation of dakshin aarshini drinking water project @IIT KGP	Item no. i(vii) Making available safe drinking water	Yes	Kolkata, West Bengal		2.36	No	IIT KGP	CSR00015417
7.	Distribution of dry food packets in flood effected areas @Direct & Smile Charity	Item no. i(iv) Promoting health care including preventive health care	Yes	Paradip, Odisha		0.92	Yes	Direct	-
8.	Support to Assembly of God Church School for: •Fabrication of 2 goal post- Rs. 1 lac •Repair of basketball and football ground- Rs. 1.5 lacs •Basketball Board- Rs. 0.75 lac	Item no. ii(i) Promoting education	Yes	Haldia, West Bengal		2.50	Yes	Direct	-
9.	Construction of dormitory rooms for Destitute Women & Children @Gandhi Ashram	Item no. iii(iii) Setting up homes and hostels for women	Yes	Haldia, West Bengal		14.85	Yes	Direct	CSR00003411 Gandhi Ashram
10	Construction of first floor with attached washroom facilities for Girls (in association with Sister Nivedita Observation Home)	Item no. iii(iii) Setting up homes and hostels for women & Promoting health care	Yes	Haldia, West Bengal		18.44	Yes	Direct	CSR00012959 Sister Nivedita Observation Home
11.	Distribution of Clothes to inmates of Sonali Home/ Nimtaori Tamluk Unanyan Samiti	Item no. i(iv) Promoting health care including preventive health care	Yes	Haldia, West Bengal		1.46	Yes	Direct	-
12.	Supporting under-privileged children with tuition fees, admission fees & books	Item no. ii(i) Promoting education	Yes	Kolkata, West Bengal		2.25	No	SICW	CSR00010258
13.	Operation & Maintenance of existing Education Café for Children	Item no. ii(i) Promoting education	Yes	Paradip, Odisha		8.50	No	AAS Vidyalaya	CSR00000634
14.	Painting of School Corridor-School for mentally, physically & hearing handicapped students @Jagruty School	Item no. ii(i) Promoting education	Yes	Paradip, Odisha		1.30	Yes	Direct	-
15.	Set up of bio -science lab in 1 school	Item no. ii(i) Promoting education	Yes	Jamshedpur, Jharkhand		8.88	Yes	Direct	-
16.	a. Support for Archery to 3 centres @ KGBV Schools b. Kasturba Gandhi Balika Vidyalaya i. Providing 5 Stitching Machines each at 3 schools ii. 3 Stitching trainers at 3 schools (Rs. 6k p.m. *3 schools*12 months)	Item no. ii(i) Promoting education & Sports and Livelihood	Yes	Jamshedpur, Jharkhand		2.77	Yes	Direct	-
17.	Supply, Plantation & Miscellaneous Expenses	Item no. iv(i) Ensuring environmental sustainability, ecological balance	Yes	Dhamra, Odisha		0.80	Yes	Direct	-
	Total					**68.47**			

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

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

(f) Total amount spent for the Financial Year (8b+8c+8d+8e)- **Rs. 68.47 lakhs**

(g) Excess amount for set off, if any

Sl. No.	Particular	Amount (in Rs.)
(i)	Two percent of average net profit of the company as per section 135(5)	**Rs. 63.06 lakhs**
(ii)	Total amount spent for the Financial Year	**Rs. 68.47 lakhs**
(iii)	Excess amount spent for the financial year [(ii)-(i)]	**Rs. 5.41 lakhs**
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	**NIL**
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	**Rs. 5.41 lakhs**

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

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

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

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

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

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

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

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

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

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

On behalf of the Board

Kolkata, 17th April, 2023

Peeyush Gupta
Chairman

Dinesh Shastri
Managing Director

Annexure 3

CORPORATE GOVERNANCE REPORT

1. Board of Directors

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

(i) Inductions to Board

- On recommendation of Nomination and Remuneration Committee, Mr. Subodh Pandey (nominee of Tata Steel Ltd.) was appointed as Additional Non- Executive Director w.e.f 19th January, 2023.
- On recommendation of Nomination and Remuneration Committee, Captain Sandeep Chawla (nominee of NYK Holding (Europe) B.V.) was appointed as Additional Non-Executive Director w.e.f 19th January, 2023.

(ii) Re-appointments

In terms of the provisions of the Act and the Articles of Association of the Company, Mr. Amitabh Panda and Ms. Stephanie Sabrina Hahn- Non-Executive Directors, retires by rotation at the ensuing Annual General Meeting (AGM) and being eligible, seeks re-appointment. The necessary resolution for re-appointment of Mr. Amitabh Panda and Ms. Stephanie Sabrina Hahn forms part of the Notice convening the ensuing AGM scheduled to be held in July 2023.

(iii) Cessations

- Captain Amit Wason - Non-Executive Director resigned from Board w.e.f closing business hours of 23rd November, 2022.
- Mr. Rajiv Mukerji - Non-Executive Director resigned from Board w.e.f closing business hours of 31st December, 2022.
- Mr. Sandeep Bhattacharya - Non-Executive Director resigned from Board w.e.f closing business hours of 3rd January, 2023.

2. Meetings of the Board and Committees of the Board

During the financial year ended 31st March, 2023, 6(Six) Board Meetings were held on: 25th April 2022, 25th July 2022, 21st October 2022, 19th January 2023, 3rd February 2023 and 28th March, 2023. The composition of the Board of Directors as on 31st March 2023, along with the details of the meetings held during the year under review are as below:

Name of the Directors	Composition	No. of meetings held	No. of meetings attended
Mr. Virendra Sinha	Independent Director	6	6
Tata Steel Limited			
Mr. Peeyush Gupta	Non-Executive (Chairman)	6	6
Mr. Dinesh Shastri	Managing Director	6	6
Mr. Amitabh Panda	Non-Executive Director	6	6
Mr. Subodh Pandey *	Non-Executive Director	6	3
Mr. Rajiv Mukerji**	Non-Executive Director	6	3
Mr. Sandeep Bhattacharya**	Non-Executive Director	6	3
IQ Martrade			
Mr. Guenther Hahn	Non-Executive Director	6	6
Ms. Stephanie Sabrina Hahn	Non-Executive Director	6	4
NYK Europe BV			
Mr. Shinichi Yanagisawa	Non-Executive Director	6	5
Captain Sandeep Chawla*	Non-Executive Director	6	3
Captain Amit Wason**	Non-Executive Director	6	2

**Appointed in Board during the year.*

***Resigned from Board during the year.*

Committees of the Board of Directors

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

i. Audit Committee

The Audit Committee constituted by the Board of Directors in accordance with the provisions of Section 177 of the Companies Act 2013, comprises of 3(three) Non-Executive Directors. The Chairman of the Committee is an Independent Director. As on 31st March 2023, the Committee had 2 (two) directors only, as Mr. Sandeep Bhattacharya resigned w.e.f 3rd January, 2023 and the reconstitution of Committee is done in FY 2023-24.

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

Name of the Directors	Composition	No. of meetings held	No. of meetings attended
Mr. Virendra Sinha	Independent (Chairman)	4	4
Mr. Guenther Hahn	Non- Executive	4	4
Mr. Sandeep Bhattacharya*	Non- Executive	4	3

*Resigned during the year. New member appointed in FY 2023-24.

ii. Nomination & Remuneration Committee

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

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

Name of the Directors	Composition	No. of meetings held	No. of meetings attended
Mr. Virendra Sinha	Independent (Chairman)	1	1
Mr. Guenther Hahn	Non- Executive	1	1
Mr. Peeyush Gupta	Non- Executive	1	1

iii. Corporate Social Responsibility Committee

The Corporate Social Responsibility Committee constituted by the Board of Directors in accordance with the provisions of Section 135 of the Companies Act 2013, comprises of 3(three) Non-Executive Directors. The Chairman of the Committee is an Independent Director. As on 31st March 2023, the Committee had 2 (two) directors only, as Mr. Sandeep Bhattacharya resigned w.e.f 3rd January, 2023 and the reconstitution of Committee is pending.

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

Name of the Directors	Composition	No. of meetings held	No. of meetings attended
Mr. Virendra Sinha	Independent (Chairman)	2	2
Mr. Dinesh Shastri	Managing Director	2	2
Mr. Sandeep Bhattacharya*	Non-Executive	2	1

*Resigned during the year.

3. Independent Director

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

Declaration by Independent Director

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

4. Board Evaluation

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

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

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

5. Conservation Of Energy, Technological 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. 8.55 crores on account of freight agency fees and others and the foreign exchange outgo during the year in terms of outflows was Rs. 45.45 lacs on account of freight and foreign travels.

6. Compliance Management Software

Updates on Compliance Management System are as follows:

- The compliances in the system are divided in two broad categories i.e. Statutory Compliances and Internal Compliances.
- The system has a mechanism in place by which triggers are sent to users well in advance of due date for them to report and close the compliances. Total of 164 Legislations are covered and 2683 compliances are mapped into the system.
- 87 users are mapped in the system across locations under various roles from Performer to Compliance Head.
- 14 compliances certificates along with detailed reports are generated on a quarterly basis by the Function Heads and presented to the Managing Director for review and reporting to the Audit Committee of the Company. The Managing Director's and Chief Financial Officer's compliance certificates are also placed before Board of the Company.
- As on 31st March, 2023, all the statutory and internal compliances were completed with nil non-compliance reported.
- Trainings are being imparted to the new users by the representatives from Legatrix.
- As part of the Tata Steel Compliance Management Framework, TMILL has also started the process of transition to EY Compliance tool from the exiting Legatrix system. Project likely to be completed in H1- FY 24.

7. Ethics

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

- The month of July was celebrated as "Ethics Month" to commemorate the birth anniversary of J.R.D Tata which falls on 29th July, on the theme "Respectful Workplace today for an inclusive tomorrow".
- Various theme based departmental events/competitions such as Inter-Departmental Quiz, Movie Competition and Photography & Art Contest with ethics were conducted.
- Ethics Awareness Sessions were conducted at all locations by Division Ethics Co-ordinators. The session witnessed participation from both permanent & contractual employees.
- 9th December, 2022 was celebrated as the International Anti-Corruption Day on the theme "Your right, your role: Say no to Corruption".

- Regular meeting of Apex Ethics Committee and Division Ethics Counsellor was conducted during the year.
- Leadership of Business Ethics Survey by M/s Neilson for Employees segment (for the second time) and for Suppliers segment (first time) was successfully conducted.
- Some of the DEC's attended the online Ethics Master class was conducted by Tata Sons.

8. Risk Management Policy

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

TMILL follows Enterprise Risk Management (ERM) framework for management of Risks which is guided by the ERM manual. A comprehensive Risk Profile for TMILL Group was developed in 2017-18. The same was revisited in H1-FY'23 considering the change of profile and external environment. Risk profile for TMILL (Standalone) has been already finalized. 22 Risks has been identified for various line of business i.e. Ports, MLS, Railways, CHA&IL and Warehouse & SCM. Out of these, 4 risks were identified to be focused at an enterprise level. Brief detail of these 4 risks are given below:

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

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

Annexure 4

Form No. MR - 3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2023
[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies
(Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To
The Members,
TM International Logistics Limited

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

Based on our verification of TM International Logistics Limited's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2023 complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2023 according to the provisions of:

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

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

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

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

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

We have also examined compliance with the applicable clauses of Secretarial Standards issued by the Institute of Company Secretaries of India and approved by the Central Government under section 118(10) of the Companies Act, 2013 with regard to Meetings of the Board of Directors (SS-1) and General Meetings (SS-2).

The management has given us a written representation that there is no particular legislation or statute that is specifically applicable to the Company, considering the nature of its business.

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

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

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

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

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

(d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and/or The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 and/or Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;

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

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

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 and/or Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; and

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

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

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

We further report that:

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

With effect from 05th July, 2017 pursuant to the provisions of Rule 4(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014 the company being an unlisted public company having joint venture agreement, is not required to have any independent director. However, the constitution of the Board comprises of one Independent Director voluntarily appointed by the Company. Since the provisions relating to Independent Director were not applicable to the Company, no meeting of independent director was scheduled.

Since the Company was not covered by Rule 4 of the Companies (Appointment and Qualifications of Directors) Rules, 2014 it was not required to constitute an 'Audit Committee' and a 'Nomination and Remuneration Committee' pursuant to the provisions of Sections 177/178 of the Act read with Rule 6 of the Companies (Meetings of Board and its Powers) Rules, 2014. However, the such committees have been voluntarily constituted/re-constituted by the Board and comments on due constitution of such voluntary committees are not required.

(b) Adequate notice was given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance for meetings other than those held at shorter notices and the same were also uploaded in the DESS Digital Meetings Application. Access to such application has been provided to all the Directors for Board Meetings. A system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

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

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

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

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

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

Place: Kolkata
Dated: 17.04.2023

(DEBABRATA DUTT)
Proprietor
FCS-5401
C.P. No.-3824
Peer Review Certificate No. – 2277/2022
UDIN No.: F005401E0001124

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

Annexure – A

The Members,
TM International Logistics Limited

Our Secretarial Audit Report for the financial year ended 31st March, 2023 of even date is to be read along with this letter.

Management's Responsibility:

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

Auditor's Responsibility:

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

Disclaimer:

5. We have not verified the correctness and appropriateness of financial records, books of accounts, compliances of applicable direct and indirect tax laws of the company.
6. Wherever required, we have obtained the management representation about the compliance of laws, rules, regulations, guidelines, standards and happening of events etc.
7. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.
8. This Report has been prepared upon receipt / exchange of requisite information / documents through electronic mail and other online verification / examination process of secretarial records as facilitated by the Company.

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

Place: Kolkata
Dated:17.04.2023

(DEBABRATA DUTT)
Proprietor
FCS-5401
C.P. No.-3824
Peer Review Certificate No. – 2277/2022
UDIN No.: F005401E000112431

Annexure 5

Form AOC-2

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

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

1. Details of contracts or arrangements or transactions not at arm's length basis:- **NIL.**
2. Tata Steel Limited being the major shareholder in TMILL, details of all contracts between TMILL and TSL for the FY 22-23 are being provided below:

(Rs in crores)

Sl. No.	Name of the related party	Nature of contracts/ arrangements/ transactions	Duration of the contracts	Salient Features of the contract or arrangement or transactions	Actuals 31.03.2023	Date(s) of approval by the Board, if any	Amt. paid in advance.
Maritime Logistics Services							
1	Tata Steel Ltd.	Holding Company	FY 22-23	Rendering of Ship Agency services and Reimbursement of expenses	270.50	26.04.2022	NIL
Custom House Agent & Inland Logistics							
2	Tata Steel Ltd.	Holding Company	FY 22-23	Rendering of Custom Clearance services & reimbursement of shipping line bills	39.29	26.04.2022	NIL
Warehouse							
3	Tata Steel Ltd.	Holding Company	FY 22-23	Providing warehousing service at different locations under various work orders	65.35	26.04.2022	NIL
Port Operations							
4	Tata Steel Ltd.	Holding Company	FY 22-23	Rendering of port operation services	542.00	26.04.2022	NIL
Railways							
5	Tata Steel Ltd.	Holding Company	FY 22-23	Rendering of Rail logistics services under SFTO Scheme of Indian Railways	398.65	26.04.2022	NIL
			FY 22-23	Rendering of Rail logistics support services under GPWIS of Indian Railways	70.40	26.04.2022	NIL
Others							
6	Tata Steel Ltd.	Holding Company	FY 22-23	Payment of car parking , deputation cost of employees , rent other misc. charges	5.00	26.04.2022	NIL

Annexure 6

Form AOC-I (As on 31st March 2023)

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

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

Part "A": Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in **Rs. in Million**)

	Particulars	1	2	3	4
1	Name of the subsidiary	TKM Global Logistics Limited	International Shipping &Logistics, FZE	TKM Global GmbH, Germany	TKM Global China Limited
2	Reporting Period for the subsidiary concerned, if different from the holding company's reporting period.	N.A.	NA	N.A.	N.A.
3	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign Subsidiaries.	N.A.	1USD = INR 82.2169 *	1 EUR = INR 89.6076 *	1 RMB = INR 11.9554 *
4	Share capital	36	22.51	89.61	81.71
5	Reserves & surplus	287.92	3785.65	1770.15	-8.26
6	Total assets	545.16	4336.94	2499.34	115.76
7	Total Liabilities(including share capital & reserve)	545.16	4336.94	2499.34	115.76
8	Investments	54.94	-	-	-
9	Turnover	507.33	6227.13	731.01	449.81
10	(Loss)/Profit before taxation	273.43	518.29	87.53	14.16
11	Provision for taxation	9.93	-	28.61	0.52
12	(Loss)/Profit after taxation	263.50	518.29	58.92	13.64
13	Proposed Dividend	-	-	-	-
14	% of shareholding	100%	100%	100% Shareholding of TKM Global Logistics Limited	100% Shareholding of TKM Global Logistics Limited

*Closing exchange rate as on March'31, 2023 has been considered for calculation.

PART "B": Associates and Joint Ventures: The Company does not have any associates/Joint Ventures as on 31st March, 2023. Hence, there is nothing to Report.

TM INTERNATIONAL LOGISTICS LIMITED

INDEPENDENT AUDITOR'S REPORT

To the Members of TM International Logistics Limited

Report on the Audit of the Standalone Financial Statements

Opinion

1. We have audited the accompanying Standalone Financial Statements of TM International Logistics Limited ("the Company"), which comprise the Standalone Balance Sheet as at March 31, 2023, the Standalone Statement of Profit and Loss (including Other Comprehensive Income), the Standalone Statement of Changes in Equity and the Standalone Statement of Cash Flows for the year then ended, and notes to the Standalone Financial Statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the Standalone Financial Statements").

2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, its total comprehensive income (comprising of profit and other comprehensive income), its changes in equity and its cash flows for the year then ended.

Basis for Opinion

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

Other Information

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

   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, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the Annexure B a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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 Standalone Balance Sheet, the Standalone Statement of Profit and Loss (including Other Comprehensive Income), the Standalone Statement of Changes in Equity and the Standalone Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

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

    (e) On the basis of the written representations received from the directors taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2023, from being appointed as a director in terms of Section 164(2) of the Act.

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

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

       i. The Company has disclosed the impact of pending litigations as at March 31, 2023 on its financial position in its Standalone Financial Statements – Refer Note 36 to the Standalone Financial Statements.

       ii. The Company was not required to recognise a provision as at March 31, 2023 under the applicable law or accounting standards, as it does not have any material foreseeable losses on long-term contracts. The Company did not have any derivative contracts as at March 31, 2023.

       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, 2023.

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

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

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

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

vi. As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 (as amended), which provides for books of account to have the feature of audit trail, edit log and related matters in the accounting software used by the Company, is applicable to the Company only with effect from financial year beginning April 1, 2023, the reporting under clause (g) of Rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), is currently not applicable.

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

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

Dhiraj Kumar
Partner
Membership Number: 060466
UDIN: 23060466BGXUXT2511

Place: Kolkata
Date: April 17, 2023

TM INTERNATIONAL LOGISTICS LIMITED

ANNEXURE A TO INDEPENDENT AUDITOR'S REPORT

Referred to in paragraph 12(f) of the Independent Auditor's Report of even date to the members of TM International Logistics Limited on the Standalone Financial Statements as of and for the year ended March 31, 2023

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, 2023 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

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

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

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

Meaning of Internal Financial Controls with reference to Standalone 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 Standalone 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, 2023, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by ICAI.

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

Dhiraj Kumar
Partner
Membership Number: 060466
UDIN: 23060466BGXUXT2511

Place: Kolkata
Date: April 17, 2023

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

Referred to in paragraph 11 of the Independent Auditor's Report of even date to the members of TM International Logistics Limited on the Standalone Financial Statements as of and for the year ended March 31, 2023

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

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

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

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

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

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

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

(b) During the year, the Company has been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, from banks on the basis of security of current assets. The Company has filed quarterly returns or statements with such banks, which are in agreement with the unaudited books of account other than those as set out below.

Name of the Bank	Aggregate working capital limits sanctioned (Rs. in Lakhs)	Nature of Current Assets offered as Security	Quarter ended	Amount disclosed as per quarterly returns/ statements (Rs. in Lakhs)	Amount as per books of account (Rs. in Lakhs)	Difference (Rs. in Lakhs)	Reasons for difference
State Bank of India	2,000	First pari-passu Charge on Hypothecation of entire receivables of the Company, both present and future	June 30, 2022	22,844.35	23,025.65	(181.30)	Incorrect amount of Book Debts as Unbilled Revenue not considered

Further, the Company is yet to submit the returns/statements for the quarter ended March 31, 2023 to the bank and hence reporting under clause 3(ii)(b) of the Order to the extent it relates to the last quarter of the financial year is not applicable.

Also refer Note 49(b) to the Standalone Financial Statements.

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

Particulars	Amount (Rs. in Lakhs)
Aggregate amount granted during the year	50.35
Balance outstanding as at Balance Sheet date in respect of the above cases	39.22

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

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

Also refer Note 8 on Loans to the Standalone Financial Statements.

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

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

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

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

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

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

v. The Company has not accepted any deposits or amounts which are deemed to be deposits referred in Sections 73, 74, 75 and 76 of the Act and the Rules framed there under to the extent notified.

vi. Pursuant to the rules made by the Central Government of India, the Company is required to maintain cost records as specified under Section 148(1) of the Act in respect of its products. We have broadly reviewed the same and are of the opinion that, 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, though there has been a slight delay in a case, and is regular in depositing undisputed statutory dues, including provident fund, employees' state insurance, sales tax, income tax, service tax, duty of customs, duty of excise, value added tax, cess, goods and services tax and other material statutory dues, as applicable, with the appropriate authorities.

(b) According to the information and explanations given to us and the records of the Company examined by us, the particulars of statutory dues referred to in sub-clause (a) as at March 31, 2023 which have not been deposited on account of a dispute, are as follows:

Name of the statute	Nature of dues	Amount (net of payments) (Rs. in Lakhs)	Amount paid (Rs. in Lakhs)	Period to which the amount relates	Forum where the dispute is pending
Finance Act, 1994	Service Tax	85.28	10.00	FY 2004-05 to FY 2007-08	Customs, Excise & Service Tax Appellate Tribunal
		104.61	12.71	FY 2011-12 & FY 2012-13	Customs, Excise & Service Tax Appellate Tribunal
		21.55	2.11	FY 2009-10	Commissioner of Income Tax (Appeals)
Income Tax Act, 1961	Income Tax	104.13	-	FY 2012-13	Commissioner of Income Tax (Appeals)
		14.49	-	FY 2015-16	Income Tax Appellate Tribunal
		35.10	-	FY 2016-17	Commissioner of Income Tax (Appeals)
		23.13	1.87	FY 2005-06	Customs, Excise & Service Tax Appellate Tribunal
Customs Act, 1962	Customs Duty	0.93	0.07	FY 2022-23	Customs, Excise & Service Tax Appellate Tribunal

The following matters have been decided in favour of the Company although the department has preferred appeals at higher levels:

Name of the statute	Nature of dues	Amount (net of payments) (Rs. in Lakhs)	Amount paid (Rs. in Lakhs)	Period to which the amount relates	Forum where the dispute is pending
Customs Act, 1962	Customs Duty	10.00	-	FY 2004-05 to FY 2009-10	Supreme Court
		100.00	-	FY 2005-06 to FY 2009-10	Supreme Court

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

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

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

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

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

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

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

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

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

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

(b) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, a report under Section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 was not required to be filed with the Central Government. Accordingly, the reporting under clause 3(xi)(b) of the Order is not applicable to the Company.

(c) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, and as represented to us by the management, no whistle-blower complaints have been received during the year by the Company. Accordingly, the reporting under clause 3(xi)(c) of the Order is not applicable to the Company.

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

Dhiraj Kumar
Partner
Membership Number: 060466
UDIN: 23060466BGXUXT2511

Place: Kolkata
Date: April 17, 2023

TM INTERNATIONAL LOGISTICS LIMITED

Standalone **Balance Sheet** as at 31 March, 2023

₹ in Lakhs

Particulars	Note	As at 31st March 2023	As at 31st March 2022
I ASSETS			
(1) Non-current Assets			
(a) Property, Plant and Equipment	4	3,258.42	2,960.73
(b) Intangible Assets	5	3,768.61	3,874.27
(c) Right-of-use Assets	6	30,633.86	18,267.85
(d) Intangible Assets under Development	51(b)	5.85	286.33
(e) Financial assets			
(i) Investments	7	639.57	639.57
(ii) Loans	8	55.80	48.60
(iii) Other Financial Assets	9	689.62	833.87
(f) Non-current Tax Asset (Net)	10	2,808.82	3,112.66
(g) Deferred Tax Assets (Net)	47	1,217.12	1,232.21
(h) Other Non-current Assets	11	215.34	108.75
Total Non-current Assets		**43,293.01**	**31,364.84**
(2) Current Assets			
(a) Inventories	12	236.77	199.17
(b) Financial Assets			
(i) Investments	13	2,472.76	-
(ii) Trade Receivables	14	18,464.78	19,357.43
(iii) Cash and Cash Equivalents	15	2,478.64	176.39
(iv) Other Bank Balances	16	3,541.98	7,204.55
(v) Loans	17	27.46	15.30
(vi) Other Financial Assets	18	2,883.22	1,822.61
(c) Other Current Assets	19	6,131.32	7,961.47
Total Current Assets		**36,236.93**	**36,736.92**
Total Assets		**79,529.94**	**68,101.76**
II EQUITY AND LIABILITIES			
EQUITY			
(a) Equity Share Capital	20	1,800.00	1,800.00
(b) Other Equity	21	23,847.93	21,628.49
Total Equity		**25,647.93**	**23,428.49**
LIABILITIES			
(1) Non-Current Liabilities			
(a) Financial Liabilities			
(i) Lease Liabilities	22	21,933.94	11,811.86
(ii) Other Financial Liabilities	23	192.10	55.53
(b) Provisions	24	2,242.93	2,395.89
Total Non-current Liabilities		**24,368.97**	**14,263.28**
(2) Current Liabilities			
(a) Financial Liabilities			
(i) Lease Liabilities	25	10,032.64	7,669.07
(ii) Trade Payables	26		
(a) Total Outstanding Dues of Micro Enterprises and Small Enterprises		494.56	219.33
(b) Total Outstanding Dues of Creditors other than Micro Enterprises and Small Enterprises		11,901.20	12,052.02
(iii) Other Financial Liabilities	27	1,476.62	2,110.51
(b) Provisions	28	961.70	845.44
(c) Other Current Liabilities	29	4,646.32	7,513.62
Total Current Liabilities		**29,513.04**	**30,409.99**
Total Liabilities		**53,882.01**	**44,673.27**
Total Equity and Liabilities		**79,529.94**	**68,101.76**

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

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

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

For and on behalf of the Board of Directors

Dhiraj Kumar
Partner
Membership Number: **060466**

Place: Kolkata
Date: 17th April 2023

Dinesh Shastri
Managing Director
DIN: 02069346

Peeyush Gupta
Chairman
DIN: 02840511

Place: Kolkata
Date: 17th April 2023

Jyoti Purohit
Company Secretary

Nandan Nandi
Chief Financial Officer

TM INTERNATIONAL LOGISTICS LIMITED

Standalone **Statement of Profit and Loss** for the year ended 31 March, 2023

₹ in Lakhs

	Particulars	Note	For the Year ended 31st March 2023	For the Year ended 31st March 2022
I.	**Revenue from Operations**	30	73,442.23	75,490.52
II.	**Other Income**	31	4,535.53	1,853.53
III.	**Total Income (I +II)**		**77,977.76**	**77,344.05**
IV.	**Expenses**			
	a. Operational Expenses	32	51,462.20	55,744.89
	b. Employee Benefits Expense	33	4,752.92	3,892.39
	c. Finance Costs	34	1,986.20	1,712.26
	d. Depreciation and Amortization Expense	4, 5 & 6	8,451.26	7,937.09
	e. Other Expenses	35	5,084.44	4,390.50
	Total Expenses (a to e)		**71,737.02**	**73,677.13**
V.	**Profit Before Tax (III-IV)**		**6,240.74**	**3,666.92**
VI.	**Income Tax Expense**		**761.67**	689.04
	(a) Current Tax	46	746.58	714.99
	(b) Tax Relating to Earlier Years	46	-	(1.31)
	(c) Deferred tax	47	15.09	(24.64)
VII.	**Profit for the Year (V-VI)**		**5,479.07**	**2,977.88**
VIII.	**Other Comprehensive Income**			
	Items that will not be Reclassified to Profit or Loss			
	(a) Remeasurements of the Post Employment Defined Benefit Obligations		**53.94**	(70.50)
	(b) Income Tax on Above		**(13.57)**	17.74
IX.	**Total Comprehensive Income for the Year (VII+VIII)**		**5,519.44**	**2,925.12**
X.	**Earning per Equity Share**	42		
	(1) Basic		30.44	16.54
	(2) Diluted		30.44	16.54

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

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

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

For and on behalf of the Board of Directors

Dhiraj Kumar
Partner
Membership Number: **060466**

Place: Kolkata
Date: 17th April 2023

Dinesh Shastri
Managing Director
DIN: 02069346

Peeyush Gupta
Chairman
DIN: 02840511

Jyoti Purohit
Company Secretary

Nandan Nandi
Chief Financial Officer

Place: Kolkata
Date: 17th April 2023

TM INTERNATIONAL LOGISTICS LIMITED

Standalone **Statement of Changes in Equity** for the year ended 31 March, 2023

₹ in Lakhs

A. Equity Share Capital (Refer Note 20)	For the Year ended 31st March 2023	For the Year ended 31st March 2022
Balance at the beginning of the Year	**1,800.00**	1,800.00
Changes in Equity Share Capital during the Year	-	
Balance at the end of the year	**1,800.00**	1,800.00

₹ in Lakhs

B. Other Equity (Refer Note 21)	For the Year ended 31st March 2023		
	General Reserves	Retained Earnings	Total
Balance as at 1st April 2022	**7,716.76**	**13,911.73**	**21,628.49**
Profit for the Year	-	5,479.07	**5,479.07**
Other Comprehensive Income for the Year	-	40.37	**40.37**
Final Dividend on Equity Shares for FY 2021-22	-	(3,300.00)	**(3,300.00)**
Balance as at 31st March 2023	**7,716.76**	**16,131.17**	**23,847.93**

Other Equity	For the Year ended 31st March 2022		
	General Reserves	Retained Earnings	Total
Balance as at 1st April 2021	**7,716.76**	**12,686.61**	**20,403.37**
Profit for the Year	-	2,977.88	2,977.88
Other Comprehensive Income for the Year	-	(52.76)	(52.76)
Final Dividend on Equity Shares for FY 2020-21	-	(1,700.00)	(1,700.00)
Balance as at 31st March 2022	**7,716.76**	**13,911.73**	**21,628.49**

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

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

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

For and on behalf of the Board of Directors

Dhiraj Kumar
Partner
Membership Number: **060466**

Place: Kolkata
Date: 17th April 2023

Dinesh Shastri
Managing Director
DIN: 02069346

Peeyush Gupta
Chairman
DIN: 02840511

Jyoti Purohit
Company Secretary

Nandan Nandi
Chief Financial Officer

Place: Kolkata
Date: 17th April 2023

TM INTERNATIONAL LOGISTICS LIMITED

Standalone **Statement of Cash Flows** for the year ended 31 March, 2023

₹ in Lakhs

	Particulars	Note	For the Year ended 31st March 2023	For the Year ended 31st March 2022
A.	**CASH FLOW FROM OPERATING ACTIVITIES**			
	Profit Before Tax		6,240.74	3,666.92
	Adjustments for:			
	Depreciation / Amortisation Expenses		8,451.26	7,937.09
	Profit on Revaluation of Investments	31	(15.90)	-
	Gain on Modification/Termination of Lease Arrangement		(39.02)	(10.73)
	Interest and finance charges on lease liabilities and financial liabilities not at fair value through profit or loss	34	1,904.71	1,651.26
	(Gain) / Loss on Disposal of Property, Plant & Equipment (Net)	31	(11.77)	(5.64)
	Profit on Sale of Investments	31	(121.91)	(20.18)
	Interest Income	31	(333.12)	(390.50)
	Dividend Income from Subsidiaries	31	(3,300.00)	(1,000.00)
	Operating Profit before Changes in Operating Assets and Liabilities		**12,774.99**	**11,828.22**
	Changes in Operating Assets and Liabilities		-	-
	(Increase) / Decrease in Trade Receivables		892.60	(4,122.20)
	(Increase) / Decrease in Financial Assets		(1,129.33)	942.19
	(Increase) / Decrease in Loans		(19.36)	4.28
	(Increase) / Decrease in Other Assets		1,848.96	622.76
	(Increase) / Decrease in Inventories		(37.60)	(48.94)
	Increase / (Decrease) in Trade Payables		104.15	4,103.19
	Increase / (Decrease) in Financial Liabilities		(517.96)	(455.33)
	Increase / (Decrease) in Other Liabilities		(2,867.30)	(2,748.65)
	Increase / (Decrease) in Provisions		17.23	(95.61)
	Cash Generated from Operations		**11,066.38**	**10,029.91**
	Direct Taxes Paid (Net of Refund)		(456.31)	(1,728.36)
	Net Cash from/(used in) Operating Activities		**10,610.07**	**8,301.55**
B.	**CASH FLOW FROM INVESTING ACTIVITIES**			
	Payment for Acquisition/Construction of Property, Plant & Equipment & Intangible Assets		(1,050.69)	(843.39)
	Proceeds from Disposal of Property, Plant & Equipment		15.87	19.01
	Proceeds from Maturity of Deposits with Banks		79,313.55	66,968.29
	Payments for Placing of Deposits with Banks		(75,463.54)	(70,162.38)
	Sale of Investments in Mutual Funds		29,865.05	8,420.60
	Purchase of Investments In Mutual Funds		(32,200.00)	(5,400.00)
	Dividend Received from Subsidiaries		3,300.00	1,000.00
	Interest Received		358.67	357.03
	Net Cash from/(used in) Investing Activities		**4,138.91**	**359.16**
C.	**CASH FLOW FROM FINANCING ACTIVITIES**			
	Principal Elements of Lease Payments		(7,262.29)	(6,692.65)
	Interest Elements of Lease Payments		(1,884.44)	(1,646.12)
	Dividend Paid		(3,300.00)	(1,700.00)
	Net Cash from/(used in) Financing Activities		**(12,446.73)**	**(10,038.77)**
	Net Increase/(Decrease) in Cash & Cash Equivalents (A+B+C)		**2,302.25**	(1,378.06)
	Cash and Cash Equivalents at the Beginning of the Year	15	176.39	1,554.45
	Cash and Cash Equivalents at the End of the Year	15	**2,478.64**	**176.39**

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

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

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

For and on behalf of the Board of Directors

Dhiraj Kumar
Partner
Membership Number: **060466**

Place: Kolkata
Date: 17th April 2023

Dinesh Shastri
Managing Director
DIN: 02069346

Peeyush Gupta
Chairman
DIN: 02840511

Jyoti Purohit
Company Secretary

Nandan Nandi
Chief Financial Officer

Place: Kolkata
Date: 17th April 2023

TM INTERNATIONAL LOGISTICS LIMITED

Notes forming part of the Standalone Financial Statements

for the year ended 31st March, 2023

1 COMPANY BACKGROUND

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

The Standalone Financial Statements were approved and authorised for issue with the resolution of the Company's Board of Directors on 17th April 2023.

2 SIGNIFICANT ACCOUNTING POLICIES

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

2.1 Basis of Preparation

(i) Compliance with Ind AS

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

(ii) Historical Cost Convention

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

a) certain financial assets and liabilities which are measured at fair value;

b) defined benefit plans - plan assets measured at fair value.

(iii) New and amended standards adopted by the Company

The Ministry of Corporate Affairs, vide notification dated 23rd March, 2022, had notified Companies (Indian Accounting Standards) Amendment Rules, 2022 which amended certain accounting standards with effect from 1st April, 2022. These amendments did not have any impact on the amounts recognised in prior periods and are not expected to significantly affect the current or future periods.

(iv) New and amended standards issued but not effective

The Ministry of Corporate Affairs, vide notification dated 31st March 2023, has notified Companies (Indian Accounting Standards) Amendment Rules, 2023 (the 'Rules') which amends certain accounting standards with effect from 1st April 2023. The Rules predominantly amend Ind AS 12, Income taxes, and Ind AS 1, Presentation of financial statements. The other amendments to Ind AS notified by these rules are primarily in the nature of clarifications. These amendments are not expected to have a material impact on the Company in the current or future reporting periods and on foreseeable future transactions. Specifically, no changes would be necessary as a consequence of amendments made to Ind AS 12 as the company's accounting policy already complies with the amended mandatory treatment.

(v) 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 Leasehold Land	Upto 30 years
Non-Factory Building	60 years
Plant and Equipments	7 -15 years
Vehicles	5 years
Office Equipments	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

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

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

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

Type of Asset	Estimated Useful life
Operational Rights under Service Concession Agreement Berth#13- Haldia Port	30 years
Special Freight Train Operator License	20 years
Software	5 years

2.4 Impairment of Non-financial Assets

Assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows, which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units).

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

2.5 Leases

As a Lessee

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

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

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

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

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

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

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

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

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

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

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

As a Lessor

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

2.6 Financial Instruments

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

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

A. Investment in Subsidiaries

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

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

(i) Classification

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

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

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

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

(ii) Measurement

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

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

Debt Instruments

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

Equity Instruments

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

(iii) Impairment of Financial Assets

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

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

(iv) Derecognition of Financial Assets

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

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

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

(v) Fair Value of Financial Instruments

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

(vi) Offsetting Financial Instruments

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

2.7 Trade Receivables

Trade receivables are amounts due from customers for services rendered in the ordinary course of business and reflect the Company's unconditional right to consideration (that is, payment is due only on the passage of time). Trade receivables are recognised initially at the transaction price as they do not contain significant financing components. The Company holds the trade receivables with the objective of collecting the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method, less loss allowance.

2.8 Cash and Cash Equivalents

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

2.9 Trade Payables

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

2.10 Employee Benefits

A. Short-term Employee Benefits

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

B. Post-Employment Benefits

i) Defined Benefit Plans

The liability or asset recognised in the Balance Sheet in respect of defined benefit plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated by actuaries using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation. The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in 'Employee Benefits Expense' in the Statement of Profit and Loss. Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the year in which they occur, directly in Other Comprehensive Income. These are included in 'Retained Earnings' in the Statement of Changes in Equity.

ii) Defined Contribution Plans

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

C. Other Long-term Employee Benefits

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

The obligations are presented under 'Provision for Employee Benefits' within 'Provisions' in the Balance Sheet.

D. Termination Benefits

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

2.11 Income Tax

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

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

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

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

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

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

The carrying amount of deferred tax assets is reviewed at each

balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be utilised.

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

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

2.12 Provisions and Contingencies

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

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

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

2.13 Revenue Recognition

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

Sale of Services and Other Operating Revenue

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

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

Interest Income

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

Dividend Income

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

2.14 Foreign Currency Transactions and Translation

Functional and Presentation Currency

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

3 USE OF ESTIMATES AND CRITICAL ACCOUNTING JUDGMENTS

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

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

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

The areas involving critical estimates or judgements are:

A. Employee Benefits (Estimation of Defined Benefit Obligation)

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

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

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

C. Impairment of Trade Receivables

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

D. Contingencies

Legal proceedings covering a range of matters are pending against the Company. Due to the uncertainty inherent in such matters, it is often difficult to predict the final outcomes. The cases 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.

TM INTERNATIONAL LOGISTICS LIMITED
Notes forming part of the **Standalone Financial Statements** for the year ended 31st March, 2023

₹ in Lakhs

4. PROPERTY, PLANT AND EQUIPMENT	As at 31st March 2023	As at 31st March 2022
Net Carrying Amount of:		
Buildings	322.76	336.57
Leasehold Improvements	582.42	692.64
Plant and Equipments	1,767.42	1,439.82
Furniture and Fixtures	175.49	164.31
Vehicles	148.49	70.33
Office Equipments	261.84	257.06
Total Property, Plant and Equipment	**3,258.42**	**2,960.73**

₹ in Lakhs

Property, Plant and Equipment	As at 31st March 2023						
	Buildings	Leasehold Improvements	Plant and Equipments	Furniture and Fixtures	Vehicles	Office Equipments	Total Property, Plant and Equipment
Gross Carrying Amount as at 1st April 2022	391.38	819.41	2,420.60	219.00	219.64	444.37	**4,514.40**
Additions	-	-	585.14	36.05	118.90	99.30	**839.39**
Disposals	-	-	(47.83)	(1.91)	(42.59)	(34.86)	**(127.19)**
Gross Carrying Amount as at 31st March 2023	**391.38**	**819.41**	**2,957.91**	**253.14**	**295.95**	**508.81**	**5,226.60**
Accumulated Depreciation as at 1st April 2022	54.81	126.77	980.78	54.69	149.31	187.31	**1,553.67**
Charge for the Year	13.81	110.22	255.04	24.39	39.94	94.20	**537.60**
Disposals	-	-	(45.33)	(1.43)	(41.79)	(34.54)	**(123.09)**
Accumulated Depreciation as at 31st March 2023	**68.62**	**236.99**	**1,190.49**	**77.65**	**147.46**	**246.97**	**1,968.18**
Net Carrying Amount as at 1st April 2022	**336.57**	**692.64**	**1,439.82**	**164.31**	**70.33**	**257.06**	**2,960.73**
Net Carrying Amount as at 31st March 2023	**322.76**	**582.42**	**1,767.42**	**175.49**	**148.49**	**261.84**	**3,258.42**

₹ in Lakhs

Property, Plant and Equipment	As at 31st March 2022						
	Buildings	Leasehold Improvements	Plant and Equipments	Furniture and Fixtures	Vehicles	Office Equipments	Total Property, Plant and Equipment
Gross Carrying Amount as at 1st April 2021	386.07	804.61	2,240.99	204.46	254.41	430.05	**4,320.59**
Additions	5.31	14.80	201.11	16.01	21.79	50.02	**309.04**
Disposals	-	-	(21.50)	(1.47)	(56.56)	(35.70)	**(115.23)**
Gross Carrying Amount as at 31st March 2022	**391.38**	**819.41**	**2,420.60**	**219.00**	**219.64**	**444.37**	**4,514.40**
Accumulated Depreciation as at 1st April 2021	41.22	18.81	769.44	35.47	156.66	139.55	**1,161.15**
Charge for the Year	13.59	107.96	232.81	20.68	39.07	81.79	**495.90**
Disposals	-	-	(21.47)	(1.46)	(46.42)	(34.03)	**(103.38)**
Accumulated Depreciation as at 31st March 2022	**54.81**	**126.77**	**980.78**	**54.69**	**149.31**	**187.31**	**1,553.67**
Net Carrying Amount as at 1st April 2021	**344.85**	**785.80**	**1,471.55**	**168.99**	**97.75**	**290.50**	**3,159.44**
Net Carrying Amount as at 31st March 2022	**336.57**	**692.64**	**1,439.82**	**164.31**	**70.33**	**257.06**	**2,960.73**

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

Note 2: Title deeds of immovable properties are held in the name of the Company.

TM INTERNATIONAL LOGISTICS LIMITED

Notes forming part of the **Standalone Financial Statements** for the year ended 31st March, 2023

₹ in Lakhs

5. INTANGIBLE ASSETS	As at 31st March 2023	As at 31st March 2022
Net Carrying Amount of:		
Softwares	650.84	442.83
Special Freight Train Operator License	702.47	752.47
Operational Rights under Service Concession Agreement Berth# 13- Haldia Port	2,415.30	2,678.97
Total Intangible Assets	**3,768.61**	3,874.27

₹ in Lakhs

Intangible Assets	As at 31st March 2023			
	Softwares	Special Freight Train Operator License	Operating Rights Under Service Concession Agreement Berth#13 Haldia Port	Total Intangible Assets
Gross Carrying Amount as at 1st April 2022	705.22	1,000.00	4,283.48	**5,988.70**
Additions	387.05	-	-	387.05
Disposals	(1.41)	-	-	(1.41)
Gross Carrying Amount as at 31st March 2023	**1,090.86**	**1,000.00**	**4,283.48**	**6,374.34**
Accumulated Amortization as at 1st April 2022	262.39	247.53	1,604.51	**2,114.43**
Charge for the Year	179.04	50.00	263.67	492.71
Disposals	(1.41)	-	-	(1.41)
Accumulated Amortization as at 31st March 2023	**440.02**	**297.53**	**1,868.18**	**2,605.73**
Net Carrying Amount as at 1st April 2022	**442.83**	**752.47**	**2,678.97**	**3,874.27**
Net Carrying Amount as at 31st March 2023	**650.84**	**702.47**	**2,415.30**	**3,768.61**

₹ in Lakhs

Intangible Assets	As at 31st March 2022			
	Softwares	Special Freight Train Operator License	Operating Rights Under Service Concession Agreement Berth#13 Haldia Port	Total Intangible Assets
Gross Carrying Amount as at 1st April 2021	469.21	1,000.00	4,097.80	**5,567.01**
Additions	256.48	-	185.68	442.16
Disposals	(20.47)	-	-	(20.47)
Gross Carrying Amount as at 31st March 2022	**705.22**	**1,000.00**	**4,283.48**	**5,988.70**
Accumulated Amortization as at 1st April 2021	191.87	197.53	1,346.33	**1,735.73**
Charge for the Year	89.47	50.00	258.18	397.65
Disposals	(18.95)	-	-	(18.95)
Accumulated Amortization as at 31st March 2022	**262.39**	**247.53**	**1,604.51**	**2,114.43**
Net Carrying Amount as at 1st April 2021	**277.34**	**802.47**	**2,751.47**	**3,831.28**
Net Carrying Amount as at 31st March 2022	**442.83**	**752.47**	**2,678.97**	**3,874.27**

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

TM INTERNATIONAL LOGISTICS LIMITED

Notes forming part of the **Standalone Financial Statements** for the year ended 31st March, 2023

₹ in Lakhs

6 : RIGHT OF USE ASSETS	As at 31st March 2023	As at 31st March 2022
Net Carrying Amount of:		
Land & Buildings	1,263.34	1,020.11
Railway Rakes	29,370.52	17,247.74
Total Right of Use Assets	**30,633.86**	**18,267.85**

₹ in Lakhs

Right-of-use Assets	As at 31st March 2023		
	Land & Buildings	Railway Rakes	Total Right of use Assets
Gross Carrying Amount as at 1st April 2022	1,898.08	32,476.61	**34,374.69**
Additions	607.12	19,984.16	20,591.28
Adjustment on account of Termination of Leases	(11.05)	(1,232.46)	(1,243.51)
Gross Carrying Amount as at 31st March 2023	**2,494.15**	**51,228.31**	**53,722.46**
Accumulated Depreciation as at 1st April 2022	877.97	15,228.87	**16,106.84**
Charge for the Year	353.75	7,067.20	7,420.95
Adjustment on account of Termination of Leases	(0.91)	(438.28)	(439.19)
Accumulated Depreciation as at 31st March 2023	**1,230.81**	**21,857.79**	**23,088.60**
Net Carrying Amount as at 1st April 2022	**1,020.11**	**17,247.74**	**18,267.85**
Net Carrying Amount as at 31st March 2023	**1,263.34**	**29,370.52**	**30,633.86**

₹ in Lakhs

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

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

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

Notes forming part of the **Standalone Financial Statements** for the year ended 31st March, 2023

₹ in Lakhs

7. INVESTMENTS - NON CURRENT	As at 31st March 2023	As at 31st March 2022
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 2022: 1 Share of 10,00,000 AED each, fully paid up]		
TKM Global Logistics Limited, India	515.75	515.75
36,00,000 Shares of ₹ 10 each, fully paid up		
[31st March 2022: 36,00,000 Shares of ₹ 10 each, fully paid up]		
	639.57	639.57
Aggregate value of Unquoted Investments	**639.57**	**639.57**

₹ in Lakhs

8. LOANS- NON CURRENT	As at 31st March 2023	As at 31st March 2022
Loan to Employees	**55.80**	48.60
	55.80	**48.60**

During the year, loans have been provided to sixteen employees amounting to Rs. 50.35 Lakhs out of which outstanding balance as at March 31, 2023 is Rs. 39.22 Lakhs which is included under Loans - Non Current: Rs. 22.26 Lakhs and Loans - Current: Rs. 16.96 Lakhs.

₹ in Lakhs

9. OTHER FINANCIAL ASSETS- NON CURRENT	As at 31st March 2023	As at 31st March 2022
Unsecured, Considered Good		
Security Deposits #	444.77	400.71
Fixed Deposits with Banks (With Maturity of more than 12 Months) *@	230.26	417.70
Interest Accrued on Deposits @	14.59	15.46
	689.62	**833.87**
*** Earmarked Amount**	**203.50**	417.70
# Includes Dues from Related Parties (Refer Note 55)	39.67	39.67
'@ Financial Assets carried at Amortised Cost		

₹ in Lakhs

10. NON CURRENT TAX ASSETS (NET)	As at 31st March 2023	As at 31st March 2022
Advance Payment of Taxes*	2,808.82	3,112.66
	2,808.82	3,112.66
*** Net of Provision for Taxes**	**8,961.93**	**8,201.78**

₹ in Lakhs

11. OTHER NON CURRENT ASSETS	As at 31st March 2023	As at 31st March 2022
Capital Advances	172.06	46.67
Prepaid Expenses#	43.28	62.08
	215.34	**108.75**

₹ in Lakhs

12. INVENTORIES- CURRENT	As at 31st March 2023	As at 31st March 2022
At lower of cost or net realisable value		
Stores and spares	236.77	199.17
	236.77	199.17
Net of Provision	**23.22**	**36.17**

Notes forming part of the **Standalone Financial Statements** for the year ended 31st March, 2023

₹ in Lakhs

13. INVESTMENTS- CURRENT	As at 31st March 2023	As at 31st March 2022
Investment Carried at Fair Value through Profit or Loss		
Investments in Mutual Funds (Quoted)		
In units of 1,000/- each		
Tata Liquid Fund Direct Plan - Growth	2,472.76	-
69,627.438 (31st March 2022 : Nil) Units		
	2,472.76	-
Aggregate amount of Quoted Investments	**2,472.76**	-

₹ in Lakhs

14. TRADE RECEIVABLES- CURRENT	As at 31st March 2023	As at 31st March 2022
Trade Receivables Considered Good - Unsecured #*	18,464.78	19,357.43
Trade Receivables Credit Impaired	19.70	10.67
Trade Receivables Gross	**18,484.48**	**19,368.10**
Less: Loss Allowance	19.70	10.67
	18,464.78	**19,357.43**
# Includes Dues from Related Parties (Refer Note 55)	**17,434.49**	**18,252.03**
*** Includes Unbilled Trade Receivables, as the Company has not yet issued an invoice**	**113.08**	**130.97**
Also refer Note 49(a) for Ageing of Trade Receivables.		

₹ in Lakhs

15. CASH AND CASH EQUIVALENTS	As at 31st March 2023	As at 31st March 2022
Cheques on Hand	0.54	-
Balance with Banks		
In Current Account	2,078.10	176.39
In Deposit Account	**400.00**	-
	2,478.64	**176.39**

₹ in Lakhs

16. OTHER BANK BALANCES	As at 31st March 2023	As at 31st March 2022
Fixed Deposits with Banks*	3,541.98	7,204.55
	3,541.98	**7,204.55**
*** Earmarked Amount**	**580.13**	**2,095.30**

₹ in Lakhs

17. LOANS- CURRENT	As at 31st March 2023	As at 31st March 2022
Unsecured, Considered Good		
Loan to Employees	27.46	15.30
	27.46	**15.30**

₹ in Lakhs

18. OTHER FINANCIAL ASSETS : CURRENT	As at 31st March 2023	As at 31st March 2022
Unsecured, Considered Good		
Security Deposits	93.37	74.67
Accrued Interest on Deposits	93.77	118.44
Rebate Receivable	2,696.08	1,629.50
	2,883.22	**1,822.61**

TM INTERNATIONAL LOGISTICS LIMITED

Notes forming part of the **Standalone Financial Statements** for the year ended 31st March, 2023

₹ in Lakhs

19. OTHER CURRENT ASSETS	As at 31st March 2023	As at 31st March 2022
Balance with Government Authorities @	775.34	79.36
Prepaid Expenses	405.12	351.92
Advance to Employees	10.82	8.43
Advance to Supplier/Service Providers #	4,940.04	7,521.76
	6,131.32	**7,961.47**
# Includes Dues from Related Parties (Refer Note 55)	**131.81**	**0.11**

@ Balances with Government Authorities primarily include input credits of unutilised goods and services 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 Lakhs

20: EQUITY SHARE CAPITAL	As at 31st March 2023	As at 31st March 2022
(i) Authorised Share Capital		
1,90,00,000 Equity shares of ₹ 10 each	1,900.00	1,900.00
[31st March 2022: 1,90,00,000 Equity shares of ₹ 10 each]		
(ii) Issued, Subscribed and Paid-up Share Capital	**1,800.00**	**1,800.00**
1,80,00,000 Equity shares of ₹ 10 each, fully paid up		
[31st March 2022: 1,80,00,000 Equity shares of ₹ 10 each, fully paid-up]		
	1,800.00	**1,800.00**

i. Reconciliation of Shares

Equity Shares of 10/- each	As at 31st March 2023		As at 31st March 2022	
	No. of Shares (in Lakhs)	Amount (₹) in Lakhs	No. of Shares (in Lakhs)	Amount (₹) in Lakhs
Balance at the beginning of Year	180.00	1,800.00	180.00	1,800.00
Balance at end of the Year	180.00	1,800.00	180.00	1,800.00

ii. Terms and Rights attached to Equity Shares

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

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

	As at 31st March 2023		As at 31st March 2022	
	No. of shares (in Lakhs)	%	No. of shares (in Lakhs)	%
Tata Steel Limited	91.80	51.00	91.80	51.00
NYK Holding (Europe) B.V.	46.80	26.00	46.80	26.00
IQ Martrade Holding Und Management GmbH	41.40	23.00	41.40	23.00
	180.00	**100.00**	**180.00**	**100.00**

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

TM INTERNATIONAL LOGISTICS LIMITED
Notes forming part of the **Standalone Financial Statements** for the year ended 31st March, 2023

₹ in Lakhs

21. OTHER EQUITY	As at 31st March 2023	As at 31st March 2022
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	13,911.73	12,686.61
Profit for the Year	5,479.07	2,977.88
Other Comprehensive Income for the Year		
- Remeasurement of Post-Employment Defined Benefit Obligations (Net of Tax)	40.37	(52.76)
Final Dividend on Equity Shares	(3,300.00)	(1,700.00)
Balance at the End of the Year	16,131.17	13,911.73
	23,847.93	**21,628.49**

₹ in Lakhs

22. LEASE LIABILITIES : NON-CURRENT	As at 31st March 2023	As at 31st March 2022
Lease Liabilities	21,933.94	11,811.86
	21,933.94	**11,811.86**
Also refer Note 38 for lease related disclosures		

₹ in Lakhs

23. OTHER FINANCIAL LIABILITIES : NON-CURRENT	As at 31st March 2023	As at 31st March 2022
Liability for Employee's Family Benefit Scheme	192.10	55.53
	192.10	**55.53**

₹ in Lakhs

24. PROVISIONS : NON-CURRENT	As at 31st March 2023	As at 31st March 2022
Provision for Employee Benefits		
Employee Seperation Scheme	415.21	551.33
Post Retirement Medical Benefit Payable	56.91	42.71
Director Pension Scheme Payable	219.96	241.67
Provision for Compensated Absences	634.73	658.96
Replacement Obligation for Berth#13 at Haldia Port	916.12	901.22
	2,242.93	**2,395.89**

₹ in Lakhs

25. LEASE LIABILITIES : CURRENT	As at 31st March 2023	As at 31st March 2022
Lease Liabilities	10,032.64	7,669.07
	10,032.64	**7,669.07**
Also refer Note 38 for lease related disclosures		

Notes forming part of the **Standalone Financial Statements** for the year ended 31st March, 2023

₹ in Lakhs

26. TRADE PAYABLES : CURRENT	As at 31st March 2023	As at 31st March 2022
Creditors for Supplies and Services - Micro Enterprises and Small Enterprises #	494.56	219.33
Creditors for Supplies and Services - Others #	11,237.65	11,489.68
Creditors for Accrued Wages and Salaries #	663.55	562.34
	12,395.76	**12,271.35**
# Includes Dues to Related Parties (Refer Note 55)	84.89	130.94
Also refer Note 51(a) for Ageing of Trade Payables.		

₹ in Lakhs

27. OTHER FINANCIAL LIABILITIES : CURRENT	As at 31st March 2023	As at 31st March 2022
Creditors for capital supplies/services	31.41	10.76
Liability for Employee's Family Benefit Scheme	14.52	56.38
Security Deposit Received #	71.65	64.14
Other Liabilities #	1,359.04	1,979.23
	1,476.62	**2,110.51**
# Includes Dues to Related Parties (Refer Note 55)	1,430.69	2,043.37

₹ in Lakhs

28. PROVISIONS : CURRENT	As at 31st March 2023	As at 31st March 2022
Provision for Employee Benefits		
Employee Seperation Scheme	170.71	187.30
Provision for Gratuity	15.96	44.76
Post Retirement Medical Benefit Payable	5.46	3.75
Director Pension Scheme Payable	21.08	21.20
Provision for Compensated Absences	54.82	32.58
Replacement Obligation for Berth#13 at Haldia Port	693.67	555.85
	961.70	**845.44**

₹ in Lakhs

29. OTHER CURRENT LIABILITIES	As at 31st March 2023	As at 31st March 2022
Contract Liabilities #	4,119.65	7,034.30
Dues Payable to Goverment Authorities@	526.67	479.32
	4,646.32	**7,513.62**
# Includes Dues to Related Parties (Refer Note 55)	3,120.85	4,101.91

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

₹ in Lakhs

30. REVENUE FROM OPERATIONS	For the Year ended 31st March 2023	For the Year ended 31st March 2022
Income from Port Related Services	26,806.14	24,981.89
Income from Railway Services	46,636.09	50,508.63
	73,442.23	**75,490.52**

Management expects that 100% of the transaction price allocated to the unsatisfied contracts as at 31st March 2023 will be recognised as revenue during the next reporting period - **₹ 80.80 Lakhs** (31st March 2022 : ₹ 309.31 Lakhs)

₹ in Lakhs

Notes forming part of the **Standalone Financial Statements** for the year ended 31st March, 2023

31. OTHER INCOME	For the Year ended 31st March 2023	For the Year ended 31st March 2022
Interest on Income Tax Refund	144.83	27.04
Interest Income from Financial Assets carried at Amortised Cost		
- Deposits	333.12	390.50
Dividend from Subsidiaries	3,300.00	1,000.00
Profit on Sale of Investments in Mutual Funds	121.91	20.18
Profit on Sale of Property Plant and Equipment (Net)	11.77	5.64
Income from Insurance Claim	17.35	3.61
Income from Rental Services	12.70	10.12
Liabilities no Longer Required Written Back	221.39	328.71
Provision for Loss Allowance Written Back	3.90	1.34
Gain on Fair Value changes of Mutual Funds	15.90	-
Other Non Operating Income	352.66	66.39
	4,535.53	**1,853.53**

₹ in Lakhs

32. OPERATIONAL EXPENSES	For the Year ended 31st March 2023	For the Year ended 31st March 2022
Intraport Transportation including On Shore handling	2,706.61	2,161.96
Custom Clearance Charges	91.87	101.02
Stevedoring & Other Related Expenses	7,385.93	10,687.62
Equipment Assistance Charges	542.51	331.92
Royalty to Syama Prasad Mookerjee Port Trust - Haldia Dock Complex	1,051.40	1,025.81
Railway Freight Charges	36,388.94	41,017.70
Warehousing Charges	3,294.94	418.86
	51,462.20	**55,744.89**

₹ in Lakhs

33. EMPLOYEE BENEFIT EXPENSE	For the Year ended 31st March 2023	For the Year ended 31st March 2022
Salaries and Wages including Bonus	4,151.52	3,398.65
Contribution to Provident and Other Funds	368.89	301.32
Staff Welfare Expenses	232.51	192.42
	4,752.92	**3,892.39**

₹ in Lakhs

34. FINANCE COST	For the Year ended 31st March 2023	For the Year ended 31st March 2022
Unwinding of Discount	81.49	61.00
Interest and finance charges on lease liabilities and financial liabilities not at fair value through profit or loss	1,904.71	1,651.26
	1,986.20	**1,712.26**

₹ in Lakhs

35. OTHER EXPENSES	For the Year ended 31st March 2023	For the Year ended 31st March 2022
Consumption of Stores and Spare Parts	1,105.22	775.91
Power & Fuel	135.90	123.16
Rent (including Plot Rent)	435.72	420.77
Repairs to Buildings	168.28	187.47
Repairs to Machinery	806.00	944.99
Repairs- Others	212.27	218.75
Insurance Charges	201.14	176.14
Rates and Taxes	71.45	81.33
Travelling Expenses	399.67	226.91
Corporate Social Responsibility Expenditure (Refer Note 35.2 below)	68.47	77.01
Replacement Obligation under SCA at Berth#13 Haldia	91.15	5.68
Security Charges	312.10	334.58
Provision for Loss Allowance	12.93	5.01
Provision for Dead Stock	6.23	7.57
Professional & Consultancy charges	350.83	234.53
Payment to Auditors (Refer Note 35.1 below)	28.00	26.74
Miscellaneous Expenses	679.08	543.95
	5,084.44	**4,390.50**

35.1 Payment to Auditors ₹ in Lakhs

Audit Fee	15.50	15.50
Tax Audit	4.00	4.00
Other Matters (including Certification)	7.00	7.00
Out of Pocket Expenses	1.50	0.24
	28.00	**26.74**

35.2 Disclosures in relation to Corporate Social Responsibility expenditure ₹ in Lakhs

Contribution towards promoting health care including preventive health care and sanitation	**6.38**	23.48
Contribution towards rural development projects	**-**	32.91
Contribution towards disaster management	**0.92**	7.22
Contribution towards promoting education	**23.43**	11.40
Contribution towards livelihood enhancement projects	**37.74**	-
Others	-	2.00
Total	**68.47**	**77.01**
Amount required to be spent as per Section 135 of the Act	**63.06**	**74.24**
Amount spent during the Year		
(i) Construction / Acquisition of assets	-	7.91
(ii) On Purposes other than (i) above	68.47	69.10
	68.47	**77.01**
Details of excess CSR expenditure under Section 135(5) of the Act		
Balance excess spent as at the beginning of the year	2.77	-
Amount required to be spent during the year	63.06	74.24
Amount spent during the year	68.47	77.01
Balance excess spent as at end of the year*	**8.18**	**2.77**

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

36. CONTINGENCIES

₹ in Lakhs

Particulars	As at 31st March 2023	As at 31st March 2022
Claims against the Company not acknowledged as Debts		
Service Tax	**1,477.74**	**3,231.16**
Income Tax	**23.66**	**23.66**
Syama Prasad Mookerjee Port Trust	**1,756.14**	**1,742.69**
Tariff Authority of Major Ports	**14,620.07**	**14,819.56**
Custom Duty	**26.00**	**25.00**
	17,903.61	**19,842.07**

The details of material litigations are as described below:

Taxes and Other Claims

(a) Service Tax: **₹1,265.13 lakhs** (31st March 2022: ₹ 3,021.13 lakhs). The Service Tax Department had raised the demand for handling of export cargo and intra-port transportation for the FY 2001-02 to FY 2005-06 against which the Company had filed writ petitions and obtained stay orders from Hon'ble High Court of Orissa which was disposed off vide order dated 29th September 2021 suggesting the Company to file a reply to the adjudicating authority by 1st November 2021. The Company had filed the reply on 29th October 2021, subsequent to which the adjudicating authority issued a demand order against which the Company filed an appeal before the Commissioner of Central Excise (Appeals) and received an order dated 17th June 2022 in which the Commissioner of Central Excise (Appeals) remanded back the assessment to the original authority. The Company has filed an appeal with Customs, Excise & Service Tax Appellate Tribunal (CESTAT) on September 14, 2022 and such appeal is pending for hearing.

(b) Syama Prasad Mookerjee Port Trust (earlier Kolkata Port Trust) had claimed an amount of **₹1,280.02 Lakhs** (31st March 2022: ₹ 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 **₹14,620.07 Lakhs** (31st March 2022: ₹ 13,053.64 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.

37. COMMITMENTS

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

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

As at 31st March, 2023, Company's investments in equipments and infrastructure aggregate to **₹2,580.00 Lakhs** (31st March 2022: ₹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 **₹436.81 Lakhs** (31st March 2022: ₹504.93 Lakhs)

38. LEASES

(a) Company as a leasee

The Company leases various offices, warehouses, and railway rakes. Rental contracts are typically made for fixed periods of 1 year to 9 years, but may have extension options as described below.

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

Particulars	Note	For the Year ended 31st March 2023	For the Year ended 31st March 2022
Interest expense (included in Finance Costs)	34	1,884.44	1,646.12
Expense relating to short-term leases (included in Other Expenses)	35	120.65	81.62
		2,005.09	**1,727.74**

Total Cash Outflow for Leases for the Year ended 31st March 2023 was **₹9,146.73 Lakhs** (31st March 2022 : ₹ 8,338.77 Lakhs).

Extension and Termination options

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

Critical judgements in determining the lease term

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

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

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

As at 31st March 2023, potential future cash outflows of ₹ 132.30 Lakhs (31st March 2022: ₹ 132.30 Lakhs) (undiscounted) have not been included in the lease liability because it is not reasonably certain that the leases will be extended (or not terminated). The lease term is reassessed if an option is actually exercised (or not exercised) or the Company becomes obliged to exercise (or not exercise) it. The assessment of reasonable certainty is only revised if a significant event or a significant change in circumstances occurs, which affects this assessment, and that is within the control of the lessee. During the current year, the financial effect of revising lease terms to reflect the effect of exercising termination options was a decrease in recognised Lease Liabilities and Right-of-Use assets of ₹ 804.32 Lakhs (31st March 2022: ₹ 80.67 Lakhs).During the current and previous year, no extension options in lease agreements were exercised.

(b) Company as a Lessor

The Company has sub-leased an office premise on operating lease. Lease payments received during the year ended 31st March 2023 (recognised as Income from Rental Services in Note 31) is **₹12.70 Lakhs** (31st March 2022: ₹ 10.12 lakhs).

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

₹ in Lakhs

	Particulars	As at 31st March, 2023	As at 31st March, 2022
1	The Principal amount and Interest due thereon remaining unpaid to any supplier at the end of the accounting year		
	- Principal amount	**494.56**	219.33
	- Interest due thereon	**12.40**	0.02
2	The amount of interest paid by the buyer in terms of Section 16 of the MSMED Act, 2006 along with the amount of the payment made to the supplier beyond the appointed day during the year		
	- Principal amount	**-**	-
	- Interest due thereon	**-**	-
3	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under this Act		
	- Principal amount	**292.48**	400.54
	- Interest due thereon	**7.87**	5.12
4	The amount of interest accrued and remaining unpaid - at the end of the accounting year	**20.27**	5.14
5	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest due on above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under Section 23 of the MSMED Act, 2006.	**35.81**	15.54
	The above particulars, as applicable, have been given in respect of Micro and Small Enterprises to the extent they could be identified on the basis of the information available with the Company.		

40. SEGMENT REPORTING

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

Entity-wide Disclosures

(i) Disaggregation of revenue from contracts with customers

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

₹ in Lakhs

For the Year ended 31st March 2023	Total Revenue	Timing of Recognition	
		At a Point in Time	Over Time
Port Operations			
- Within India	25,951.42	25,951.42	-
- Outside India	854.72	854.72	-
Railway Operations			
- Within India	46,636.09	-	46,636.09
- Outside India	-	-	-
	73,442.23	**26,806.14**	**46,636.09**

₹ in Lakhs

For the Year ended 31st March 2022	Total Revenue	Timing of Recognition	
		At a Point in Time	Over Time
Port Operations			
- Within India	24,182.96	24,182.96	-
- Outside India	798.93	798.93	-
Railway Operations			
- Within India	50,508.63	-	50,508.63
- Outside India	-	-	-
	75,490.52	**24,981.89**	**50,508.63**

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

(iii) ₹ in Lakhs

Details of Major Customers Accounting for more than 10% of Revenue from External Customers:	For the Year ended 31st March 2023	For the Year ended 31st March 2022
Tata Steel Limited	**64,023.54**	67,231.82

41 CODE ON SOCIAL SECURITY

The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment received Indian Parliament approval and Presidential assent in September 2020. The Code has been published in the Gazette of India and subsequently on November 13, 2020 draft rules were published and invited for stakeholders' suggestions. However, the date on which the Code will come into effect has not been notified as on date. The Company will assess the impact of the Code as and when the same comes into effect and accordingly, record any related impact in the period the Code becomes effective.

₹ in Lakhs

42. EARNINGS PER SHARE (EPS) :	For the Year ended 31st March 2023	For the Year ended 31st March 2022
(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)	5,479.07	2,977.88
(vi) Basic Earnings per Equity Share [(v) / (iii)] (₹)	30.44	16.54
(B) Diluted		
(i) Dilutive Potential Equity Shares	-	-
(ii) Dilutive Earnings per Equity Share	**30.44**	**16.54**

43. The Board of Directors have recommended a final dividend of ₹ 22.22 per equity share (31st March 2022: ₹ 18.33 per equity share). The proposed dividend is subject to the approval of shareholders in the ensuing Annual General Meeting.

44. EMPLOYEE BENEFITS

(a) Defined Contribution Plans

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

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

₹ in Lakhs

Nature of Benefits	For the Year ended 31st March 2023	For the Year ended 31st March 2022
Superannuation Fund	**41.05**	**45.79**
Tata Employees' Pension Fund	6.99	6.67
	48.04	**52.46**

(b) Defined Benefits Plans

i. Funded

a. Provident Fund

b. Post Retirement Gratuity

ii. Unfunded

a. Director Pension Scheme

b. Post Retirement Medical Benefit Scheme

Provident Fund

The Company provides Provident Fund benefit to its employees. The contributions towards Provident fund upto May, 2009 were paid to the trust administered by the Government. The Company has received an exemption under Section 17 of the Employees' Provident Fund and Miscellaneous Provisions Act, 1952 from the Central Govt., Ministry of Labour and Employment for setting up of an exempted Provident Fund Trust w.e.f. 30th March, 2009. Accordingly, the Company has been contributing Provident Fund dues from June, 2009 onwards to the Trust fund created under the name and style as 'TM International Logistics Limited Employees' Provident Fund'.

Both the employees and the Company make monthly contributions to the Funds at specified percentage of the employee's salary and aggregate contributions along with interest thereon are paid to the employees/nominees at retirement, death or cessation of employment. The Trusts invest funds following a pattern of investments prescribed by the Government. The interest rate payable to the members of the Trusts is not lower than the rate of interest declared annually by the Government under The Employees' Provident Funds and Miscellaneous Provisions Act, 1952 and shortfall, if any, on account of interest is to be made good by the Company.

In view of the Company's obligation to meet shortfall, if any, on account of interest, Provident Fund Trust set up by the Company is treated as defined benefit plan. The Actuary has carried out actuarial valuation of plan's liabilities and interest rate guarantee obligations as at the Balance Sheet date using Projected Unit Credit Method as outlined in the Guidance Note 29 issued by the Institute of Actuaries of India.

Based on such valuation, an amount of ₹ 99.67 lakhs (31st March 2022 - ₹ 48.25 Lakhs) has been provided during the year towards future anticipated shortfall with regard to interest rate obligation of the Company as at the Balance Sheet date.

₹ in Lakhs

Principal Actuarial Assumptions	For the Year ended 31st March 2023	For the Year ended 31st March 2022
Discount Rate	**7.30%**	**6.80%**
Expected Return on Exempted Fund	8.15%	8.10%
Expected Guranteed Interest Rate	**8.15%**	**8.10%**

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

Nature of Benefits	For the Year ended 31st March 2023	For the Year ended 31st March 2022
Provident Fund	242.95	178.70

Post Retirement Gratuity

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

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

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

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

Description	31st March 2023	31st March 2022
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	1,082.25	1,008.41
(b) Current Service Cost	74.48	65.71
(c) Interest Cost	72.05	66.45
(d) Remeasurement Losses		
Actuarial (Gain) / Loss arising from changes in Experience Adjustments	(12.70)	(22.41)
Actuarial (Gain)/Loss arising from changes in Financial Assumptions	(39.46)	(2.76)
(e) Benefits Paid	(45.26)	(33.15)
(f) Present Value of Obligation at the End of the Year	**1,131.36**	**1,082.25**
2. Reconciliation of Opening and Closing balances of the Fair Value of Plan Assets:		
(a) Fair Value of Plan Assets at the Beginning of the Year	1,037.49	920.00
(b) Interest Income	70.53	63.49
(c) Contributions from Employer	44.76	88.41
(d) Return on Plan Assets, excluding Amounts included in Interest Income Above	7.88	(1.26)
(e) Benefits Paid	(45.26)	(33.15)
(f) Fair Value of Plan Assets at the End of the Year	**1,115.40**	1,037.49
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	1,131.36	1,082.25
b. Fair Value of Plan Assets at the End of the Year	1,115.40	1,037.49
c. Liabilities Recognized in the Balance Sheet	15.96	44.76
Provision for Employee Benefit - Current (Refer Note 28)	**15.96**	44.76

Notes forming part of the **Standalone Financial Statements** for the year ended 31st March, 2023

Description	31st March 2023	31st March 2022
4. Expense Recognised in the Statement of Profit and Loss during the Year		
a. Service Cost		
- Current Service Cost	74.48	65.71
b. Net Interest Cost	1.52	2.96
Total Expense Recognised during the Year in the Statement of Profit and Loss	**76.00**	68.67
5. Expense Recognised in Other Comprehensive Income		
(a) Actuarial (Gain)/ Loss due to DBO Experience	(12.70)	(22.41)
(b) Actuarial (Gain)/Loss due to DBO Assumption Changes	(39.46)	(2.76)
(c) Actuarial (Gain) / Loss during the Year (a+b)	(52.16)	(25.17)
(d) Return on Plan Assets,excluding amounts included in Interest Income above	(7.88)	1.26
(e) Total (Income) / Expense Recognised in Other Comprehensive Income (c+d)	**(60.04)**	(23.91)
6. Category of Plan Assets:		
(a) Fund Managed by Tata Steel Limited	1,115.40	1,037.49
7. Maturity Profile of Defined Benefit Obligation		
a. Within 1 Year	136.50	53.73
b. 1-5 Years	458.81	429.22
c. More than 5 Years	778.49	852.80
8. Principal Assumptions		
a. Discount Rate (per annum)	7.30%	6.80%
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 (2006-08) Ult published by the Institute of Actuaries of India		

₹ in Lakhs

9. Investment Details

	31st March 2023 Amount invested	31st March 2022 Amount invested
(a) Government of India Securities	8.73%	8.90%
(b) Public Sector Unit Bonds	2.17%	2.34%
(c) State / Central Government Guaranteed Securities	11.92%	8.98%
(d) Schemes of Insurance	63.36%	70.84%
(e) Private Sector Unit Bonds	9.84%	5.47%
(f) Others (including bank balances)	3.98%	3.47%

10. Actuarial assumptions for the determination of the defined obligation are discount rate and expected salary escalation. The sensitivity analyses below have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

₹ in Lakhs

Effect of change in	Year ended 31st March, 2023		Year ended 31st March, 2022	
	Discount Rate	Salary Escalation	Discount Rate	Salary Escalation
Increase by 1%				
(i) Aggregate Service and Interest Cost	(71.74)	79.53	(75.06)	82.92
(ii) Closing Balance of Obligation	1,059.62	1,210.89	1,007.19	1,165.17
Decrease by 1%				
(i) Aggregate Service and Interest Cost	81.61	(71.34)	85.52	(74.31)
(ii) Closing Balance of Obligation	1,212.97	1,060.02	1,167.77	1,007.94

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

Notes forming part of the **Standalone Financial Statements** for the year ended 31st March, 2023

11. The Company expects to contribute ₹ **15.96 Lakhs** (31st March 2022 - ₹ 44.76 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 2023 is **8 years** (31st March 2022 – 8 years).

Details of Unfunded Post Retirement Defined Benefit Obligations (Other than Provident Fund and Gratuity) are as follows:

₹ in Lakhs

	For the year ended 31st March 2023		For the year ended 31st March 2022	
	Medical	Ex- MD Pension	Medical	Ex- MD Pension
1. Reconciliation of Opening and Closing Balances of Obligation				
a. Opening Defined Benefit Obligation	46.46	262.87	31.74	202.84
b. Interest Cost	2.66	17.11	1.66	12.87
c. Remeasurement (Gain)/Loss:				
(i) Actuarial Loss arising from changes in Demographic Assumptions	-	-	6.75	38.17
(ii)Actuarial (Gain) / Loss arising from Experience Adjustments	30.07	(8.07)	21.22	32.30
(iii)Actuarial Gain from changes in Financial Assumptions	(2.16)	(8.35)	(0.34)	(1.91)
d. Benefits Paid	(14.66)	(22.52)	(14.57)	(21.40)
Closing Defined Benefit Obligation	**62.37**	**241.04**	**46.46**	**262.87**
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	62.37	241.04	46.46	262.87
c. Amount Recognized in the Balance Sheet				
(i) Retirement Benefit Liability - Current	5.46	21.08	3.75	21.20
(ii) Retirement Benefit Liability - Non Current	56.91	219.96	42.71	241.67
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	2.66	17.11	1.66	12.87
Components of Defined Benefit Costs Recognised in Profit or Loss	2.66	17.11	1.66	12.87
c. Remeasurement of Net Defined Benefit Liability				
Actuarial (Gain) / Loss arising from:				
i) Changes in Demographic Assumptions	-	-	6.75	38.17
ii) Changes in Experience Adjustments	30.07	(8.07)	21.22	32.30
iii) Changes in Financial Assumptions	(2.16)	(8.35)	(0.34)	(1.91)
Components of Defined Benefit Costs recorded in Other Comprehensive Income	**27.91**	**(16.42)**	27.63	68.56
Total	**30.57**	**0.69**	**29.29**	**81.43**
4. The Principal Assumptions used for the Purpose of the Acturial Valuations were as follows:				
a. Discount Rate (Per Annum)	7.30%	7.30%	6.80%	6.80%
b. Medical Inflation (Per Annum)	6.00%	NA	6.00%	NA
c. Salary Escalation (Per Annum)	NA	6.00%	NA	6.00%
5. Experience Loss/ (Gain) Adjustments on Plan Liabilities	**30.07**	**(8.07)**	**21.22**	**32.30**

6. Actuarial assumptions for the determination of the defined obligation Post Retirement Medical Benefit scheme are discount rate and expected medical inflation. Actuarial assumptions for the determination of the defined obligation - Ex-MD Pension are discount rate and salary escalation. The sensitivity analyses below have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

₹ in Lakhs

Effect of Change in Post Retirement Medical Benefit Scheme	31st March 2023		31st March 2022	
	Discount Rate	Medical Inflation	Discount Rate	Medical Inflation
Increase by 1%				
(i) Aggregate Service and Interest Cost	(3.97)	4.46	(3.16)	3.55
(ii) Closing Balance of Obligation	58.40	66.83	43.30	50.01
Decrease by 1%				
(i) Aggregate Service and Interest Cost	4.45	(4.05)	3.56	(3.21)
(ii) Closing Balance of Obligation	66.82	58.32	50.02	43.25

Effect of Change in Ex- MD Pension	31st March 2023		31st March 2022	
	Discount Rate	Salary Escalation	Discount Rate	Salary Escalation
Increase by 1%				
(i) Aggregate Service and Interest Cost	(15.35)	17.24	(17.86)	20.10
(ii) Closing Balance of Obligation	225.69	258.28	245.01	282.97
Decrease by 1%				
(i) Aggregate Service and Interest Cost	17.19	(15.67)	20.14	(18.14)
(ii) Closing Balance of Obligation	258.23	225.37	283.01	244.73

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

(c) Leave Obligations

The Company provides for accumulation of leave by certain categories of its employees.These employees can carry forward a portion of the unutilised leave balances and utilise it in future years 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 year in which the employee renders the services that increases this entitlement. The total provision recorded by the Company towards this obligation was ₹ 689.55 Lakhs and ₹ 691.54 Lakhs as at 31st March 2023 and 31st March 2022 respectively. As per the leave policy of the Company, an employee is entitled to be paid the accumulated leave balance on separation. The Company presents provision for leave salaries as current and non-current based on actuarial valuation considering estimates of availment of leave, separation of employee etc.

45 SERVICE CONCESSION AGREEMENT

(a) TM International Logistics Limited (TMILL / Licensee) signed a service concession agreement with Syama Prasad Mookerjee Port Trust (earlier Kolkata Port Trust) (KoPT/Licensor) on 29th January 2002 for allotment of multipurpose berth along with its back up area at Haldia Dock Complex. TMILL has taken a berth (Berth# 13) at Haldia Port on lease from the Kolkata Port Trust – Haldia Dock Complex (KoPT-HDC) for a period of 30 years ending on 28th January 2032. Further in September 2006 and December 2006, TMILL took a plot from KoPT on lease, measuring 54,000 square meter and 9,000 square meter respectively, for the purpose of storing Cargos and to develop a railway siding for cargo handled at Berth# 13. Said plots have been taken on lease for a period ending on 28th January 2032 (i.e. end date of lease period of the original Service Concession Agreement).

(b) (i) The rates of the Company is governed by Tariff Authority for Major Ports (TAMP) and is as per the "Guidelines for Regulation of Tariff at Major Ports, 2004".

The actual physical and financial performance will be reviewed at the end of the prescribed tariff validity period with reference to the projections relied upon at time of fixing the prevailing tariff. If performance variation of more than + or – 20% is observed as compared to the projections, tariff will be adjusted prospectively. While doing so, 50 % of the benefit / loss already accrued will be set off while revising the tariff.

TAMP will prescribe a timetable specifying when each port should submit tariff proposal for review/revision. Till such a timetable is prescribed, proposals for revision of existing tariff shall be forwarded at least 3 months before these are due for revision. Major Port Trusts, including Private Terminal Operators will be duty bound to send proposal for fixation of tariff within the prescribed time frame. In case of failure on their part to do so, TAMP may for good and sufficient reasons to believe that interests of users are to be protected and / or to rationalise tariff arrangements commonly at ports, suo motu, initiate proceedings in any tariff matter, review and, if necessary, revise the tariffs. In such proceedings, opportunity of hearing will be given to the concerned ports.

The Major Port Trusts, including Private Terminal Operators at such ports shall initiate tariff proposal and forward the same to TAMP at least three months before these are due for revision. The Private Operators can submit their tariff proposals directly to TAMP with a copy to the landlord port trust for information.

Tariff once fixed shall be in force for three years unless a different period is explicitly prescribed in any individual case by TAMP or in the past concession agreement. For good and sufficient reasons, ports may propose revision ahead-of-schedule. After the specified validity period is over, the approval accorded will lapse automatically unless specifically extended by TAMP.

(ii) The Licensee shall pay to the Licensor royalty per month at the percentage level set out in the License Agreement.

(c) (i) KoPT has granted to TMILL the exclusive right to enter upon, occupy and use the KoPT's assets for the purpose of providing the services at Berth# 13 as per the terms and conditions of service concession agreement.

(ii) TMILL shall provide the cargo handling services at Berth# 13 and during the operation phase shall manage, operate, maintain, repair and replace the Project facilities and Services, entirely at its cost, charges, expenses, risk in accordance with the provision of the License agreement. TMILL has to provide services on a common user basis and may offer preferential or priority berthing to the customers to optimise the use of Berth# 13 in accordance with License Agreement.

(iii) TMILL shall at its own cost make development and improvements in the Licensor's Assets and shall install/provide cargo handling equipment's as may be necessary or appropriate as per the License Agreement.

(iv) At the end of the concession period, TMILL shall handover Licensor's Assets to the Licensor free of cost and also transfer all its rights, titles and interest in or over the tangible assets at Berth# 13. On the transfer date, the Licensor shall pay to the licensee the compensation/terminal value, as the case may be, in accordance with the license agreement.

(v) The licensor may extend the license period beyond 30 years as per the provision of the concession agreement. As per the provision of agreement, the Licensor and Licensee are entitled to terminate the license agreement either on account of force major event or on account of event of default.

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

(e) The Service Concession Agreement have been classified as Intangibles Assets. (Refer Note 5)

(f) Intangible Assets include Upfront Fees paid to Syama Prasad Mookerjee Port Trust (earlier Kolkata Port Trust) – Haldia Dock Complex towards securing the right to operate Berth No. 13 (situated at Haldia) for a period of 30 years and which is being amortised on straight line basis over the lease period (Refer Note 5).

46. INCOME TAX RECONCILIATION

₹ in Lakhs

INCOME TAX EXPENSE	For the Year ended 31st March 2023	For the Year ended 31st March 2022
A. Tax Expense recognised in Profit or Loss		
Current Tax on Profits for the Year	746.58	714.99
Adjustments for Current Tax of Earlier Years	-	(1.31)
	746.58	**713.68**
Deferred Tax		
Origination and Reversal of Timing Differences	15.09	(24.64)
	15.09	(24.64)
B. Tax on Other Comprehensive Income		
Current Tax		
-Remeasurements on Post-employment Defined Benefit Plans	**13.57**	**(17.74)**
	13.57	**(17.74)**

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

Particulars	For the Year ended 31st March 2023	For the Year ended 31st March 2022
Profit Before Tax for the Year	6,240.74	3,666.92
Income Tax Expense Calculated at 25.168% (2021-22: 25.168 %)	1,570.67	922.89
Effect of Income Deductible in determining Taxable Profit	(830.54)	(251.68)
Effect of Expenses that are not Deductible in Determining Taxable Profit	22.33	20.66
Effect of Other Items	(0.79)	(1.52)
	761.67	**690.35**
Adjustment for Current Tax of Earlier Years	-	(1.31)
Income Tax Expense for the Year	**761.67**	**689.04**

The tax rate used for the year ended 31st March 2023 and 31st March 2022 in the reconciliations above is the applicable corporate tax rate plus cess and surcharge payable by corprate entities in India on taxable profits under the Indian tax law.

47.

₹ in Lakhs

Deferred Tax (Liability)/ Asset (Net)	As at 1st April 2021	Charge/ Credit for the Year	As at 1st April 2022	Charge/ Credit for the Year	As at 31st March 2023
Deferred Tax Liabilities					
Right-of-use Assets	(5,695.99)	1,137.66	(4,558.33)	(3,113.79)	(7,672.12)
	(5,695.99)	**1,137.66**	**(4,558.33)**	**(3,113.79)**	**(7,672.12)**
Deferred Tax Assets					
Property, Plant & Equipment and Intangible assets	91.88	(56.75)	35.13	(37.59)	(2.46)
Items allowable for tax purpose on Payment/ Adjustment	164.50	9.55	174.05	(0.51)	173.54
Replacement Obligation for Berth#13 at Haldia Port	350.53	16.19	366.72	38.44	405.16
Employees' Early Separation Scheme (ESS)	325.60	(31.31)	294.29	(43.05)	251.24
Lease Liabilities	5,956.48	(1,053.53)	4,902.95	3,142.39	8,045.34
Others	14.57	2.83	17.40	(0.98)	16.42
	6,903.56	**(1,113.02)**	**5,790.54**	**3,098.70**	**8,889.24**
Deferred Tax (Charge) /Credit		**24.64**		**(15.09)**	
Deferred Tax (Liability)/ Asset (Net)	**1,207.57**		**1,232.21**		**1,217.12**

48. FAIR VALUE MEASUREMENTS

(a) Instruments by Category

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

₹ in Lakhs

	Note No.	For the Year ended 31st March 2023	For the Year ended 31st March 2022
Financial Assets			
Assets Carried at Fair Value through Profit or Loss (FVTPL)			
Investments in Mutual Fund	13	2,472.76	-
Assets Carried at Amortised Cost			
Loans	8, 17	83.26	63.90
Other Financial Assets	9, 18	3,572.84	2,656.48
Trade Receivables	14	18,464.78	19,357.43
Cash and Cash Equivalents	15	2,478.64	176.39
Other Bank Balances	16	3,541.98	7,204.55
Total Financial Assets		**30,614.26**	**29,458.75**
Financial Liabilities			
Liabilities Carried at Amortised Cost			
Trade Payables	26	12,395.76	12,271.35
Lease Liabilities	22, 25	31,966.58	19,480.93
Other Financial Liabilities	23, 27	1,668.72	2,166.04
Total Financial Liabilities		**46,031.06**	**33,918.32**

(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 2022.

The following methods and assumptions were used to estimate the fair values:

(i) In respect of investments in mutual funds, the fair values represent net asset value as stated by the issuers of these mutual fund units in the published statements. Net asset values represent the price at which the issuer will issue further units in the mutual fund and the price at which issuers will redeem such units from the investors. Accordingly, such net asset values are analogous to fair market value with respect to these investments, as transactions of these mutual funds are carried out at such prices between investors and the issuers of these units of mutual funds.

(ii) In respect of security deposit given which are non-interest bearing, the Company has used discounted cash flows to arrive at the fair value as at Balance Sheet date.

(iii) The management assessed that fair values of loans (current), trade receivables, cash and cash equivalents, other bank balances, other financial assets (current), trade payables and other financial 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 financial instruments into three levels prescribed under the accounting standard. An explanation of each level follows below.

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

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

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

₹ in Lakhs

	As at 31st March 2023		As at 31st March 2022	
	Level 1	Level 3	Level 1	Level 3
Recognised and Measured at Fair Value - Recurring Measurements				
Financial Assets				
Investments				
-Mutual Funds	2,472.76	-	-	-
Security Deposits	-	89.97	-	82.73
	2,472.76	**89.97**	**-**	**82.73**

49 FINANCIAL RISK MANAGEMENT

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

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

(a) Credit Risk:

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

Trade Receivables

Trade receivables are typically unsecured and are derived from revenue earned from customers. Customer credit risk is managed centrally and is subject to the Company's policy and procedures which involve credit approvals, establishing credit limits and continuously monitoring the credit worthiness of customers to which the Company grants credit terms in the normal course of business. Outstanding customer receivables are regularly monitored. The Company uses expected credit loss model to assess the impairment loss. The Company uses a provision matrix to compute the expected credit loss allowance for trade receivables. The provision matrix takes into account available external and internal credit risk factors and the Company's historical experience with customers. Total revenue from Tata Steel Limited is ₹ 64,023.54 Lakhs (31st March 2022: ₹ 67,231.82 Lakhs) which comprise more than 10% of the total revenue of the Company.

Other Financial Assets

Credit risk from balances with banks, term deposits, loans and investments is managed by Company's finance department. Investments of surplus funds are made only with approved counterparties who meet the minimum threshold requirements. The Company's maximum exposure to credit risk for the components of the Balance Sheet as at 31st March 2023 and 31st March 2022 is the carrying amounts as disclosed in Note 48.

Financial Assets that are Neither Past Due Nor Impaired

None of the Company's cash equivalents with banks, loans and investments were past due or impaired as at 31st March 2023 and 31st March 2022.

Financial Assets that are Past Due but Not Impaired

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

Trade Receivables Ageing Schedule ₹ in Lakhs

Particulars	Outstanding for following periods from due date of payment as on 31st March 2023						Unbilled Revenue	Receivable not yet due	Total
	Less than 6 months	6 months -1 year	1-2 Years	2-3 years	More than 3 years	Sub-Total			
(i) Undisputed Trade receivables-considered good	5,337.76	741.16	67.83	19.37	-	**6,166.12**	113.08	12,185.58	**18,464.78**
(ii) Undisputed Trade Receivables-which have significant increase in credit risk	-	-	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables-credit impaired	-	-	12.80	0.13	6.77	**19.70**	-	-	**19.70**
(iv) Disputed Trade Receivables-considered good	-	-	-	-	-	-	-	-	-
(v) Disputed Trade Receivables-which have significant increase in credit risk	-	-	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables-credit impaired	-	-	-	-	-	-	-	-	-
Total	**5,337.76**	**741.16**	**80.63**	**19.50**	**6.77**	**6,185.82**	**113.08**	**12,185.58**	**18,484.48**

₹ in Lakhs

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

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.

TM INTERNATIONAL LOGISTICS LIMITED
Notes forming part of the **Standalone Financial Statements** for the year ended 31st March, 2023

Other than trade receivables, the Company has no significant class of financial assets that is past due but not impaired.

Reconciliation of Provision for Loss Allowance - Trade receivables

₹ in Lakhs

Provision for Loss Allowance - Trade receivables	As at 31st March 2023	As at 31st March 2022
Balance at the beginning of the Year	10.67	7.00
Loss Allowance made during the Year	12.93	5.01
Provision written back/reversed during the Year	(3.90)	(1.34)
Balance at the end of the Year	**19.70**	**10.67**

(b) Liquidity Risk:

Liquidity risk is the risk that the Company may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses. The Company's objective is to, at all times maintain optimum levels of liquidity to meet its cash and collateral requirements. The Company closely monitors its liquidity position and maintains adequate sources of financing.

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

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

₹ in Lakhs

Particulars	As at 31st March 2023	As at 31st March 2022
Fund Based-Cash Credit, Bank Overdraft etc.	900.00	903.80
Non Fund Based-Letter of Credit, Bank Guarantee	1,750.00	1,750.00

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

The quarterly returns/statements of the Current Assets filed by the Company with respecetive banks are in agreement with the books of accounts, other than as set out below:

Name of the Bank	Aggregate working capital limits sanctioned (₹ in Lakhs)	Nature of Current Assets offered as Security	Quarter ended	Amount disclosed as per quarterly returns/ statements (₹ in Lakhs)	Amount as per books of account (₹ in Lakhs)	Difference (₹ in Lakhs)	Reasons for difference
State Bank of India	2,000	First pari-passu Charge on Hypothecation of entire receivables of the Company, both present and future	30th June 2022	22,844.35	23,025.65	(181.30)	Unbilled Revenue not considered

Further, the Company is yet to submit the returns/statements for the quarter ended 31st March 2023 to the Bank.

Maturities of Financial Liabilities

The table below analyse Company's financial liabilities into relavant maturity groupings based on their contractual maturities. The amount disclosed in the table are the contractual undiscounted cash flows.

₹ in Lakhs

	As at 31st March 2023				
	Upto 1 Year	1 Year to 3 Years	3 Years to 5 Years	More than 5 Years	Total
Trade Payables	12,395.76	-	-	-	12,395.76
Lease Liabilities	10,032.64	12,216.90	6,365.66	12,555.43	41,170.63
Other Financial Liabilities	1,476.62	46.92	45.95	106.71	1,676.20
Total	**23,905.02**	**12,263.82**	**6,411.61**	**12,662.14**	**55,242.59**

TM INTERNATIONAL LOGISTICS LIMITED

Notes forming part of the **Standalone Financial Statements** for the year ended 31st March, 2023

₹ in Lakhs

	As at 31st March 2022				
	Upto 1 Year	1 Year to 3 Years	3 Years to 5 Years	More than 5 Years	Total
Trade Payables	12,271.35	-	-	-	12,271.35
Lease Liabilities	7,669.07	11,614.01	2,213.59	299.61	21,796.28
Other Financial Liabilities	2,110.51	19.17	14.31	22.05	2,166.04
Total	**22,050.93**	**11,633.18**	**2,227.90**	**321.66**	**36,233.67**

(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 term deposits with banks, which are fixed rate interest bearing investments and accordingly, the Company is not significantly exposed to interest rate risk.

(d) Securities Price Risk

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

Securities Price Risk Exposure

The Company's exposure to securities price risk arises from investments in mutual funds held by the Company and classified in the Balance Sheet as fair value through profit or loss, as disclosed in Note 48.

50 CAPITAL MANAGEMENT

The Company's objectives when managing capital are to

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

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

51 AGEING SCHEDULE

a. Trade Payables

₹ in Lakhs

Particulars	Outstanding for following periods from due date of payment As at 31st March 2023							
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Sub-Total	Unbilled Trade Payable	Trade payable - not yet due	Total
Undisputed Trade Payables								
Micro Enterprises and Small Enterprises	263.05	-	-	-	**263.05**	-	231.51	**494.56**
Others	1,900.90	6.36	5.15	6.49	**1,918.90**	5,848.77	4,133.53	**11,901.20**
Disputed Trade Payables								
Micro Enterprises and Small Enterprises	-	-	-	-	-	-	-	-
Others	-	-	-	-	-	-	-	-
Total	**2,163.95**	**6.36**	**5.15**	**6.49**	**2,181.95**	**5,848.77**	**4,365.04**	**12,395.76**

TM INTERNATIONAL LOGISTICS LIMITED

Notes forming part of the **Standalone Financial Statements** for the year ended 31st March, 2023

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

b) Intangible Assets under Development

(i) Ageing

₹ in Lakhs

Particulars	As at 31st March 2023				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	-	-	-	5.85	5.85

There are no projects which have been temporarily suspended as at 31st March 2023

₹ in Lakhs

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

There are no projects which have been temporarily suspended as at 31st March 2022

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

₹ in Lakhs

Particulars	As at 31st March 2023				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Business Process Re-engineering	5.85	-	-	-	5.85

₹ in Lakhs

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

52 RATIO DISCLOSURES

Particulars	As at 31st March 2023	% change as compared to 31st March, 2022	As at 31st March 2022	Remarks for change more than 25%
(a) Current Ratio	1.23	1.64%	1.21	
(b) Debt-Equity Ratio	1.25	49.89%	0.83	Primarly due to increase in assets on lease.
(c) Debt Service Coverage Ratio	1.74	14.92%	1.51	
(d) Return on Equity Ratio	22.33%	71.08%	13.05%	Primarily due to increase in Dividend received from subsidiaries.
(e) Inventory Turnover Ratio	336.93	-22.04%	432.18	
(f) Trade Receivables Turnover Ratio	3.88	-11.02%	4.36	
(g) Trade Payables Turnover Ratio	4.17	-23.52%	5.46	
(h) Net Capital Turnover Ratio	10.92	-8.46%	11.93	
(i) Net Profit Ratio	7.46%	89.12%	3.94%	Primarly due to increase in Dividend received from subsidiaries.
(j) Return on Capital employed	32.08%	39.71%	22.96%	Primarly due to increase in assets on lease.
(k) Return on Investment	9.86%	633.03%	1.35%	Primarily due to higher investments in Mutual Fund as on 31st March 2023 as compared to Nil investments as at 31st March 2022 resulting in lower average investment for the previous year.

Description of Ratio

a. **Current Ratio= Total Current Assets / Total Current Liabilities**

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

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

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

e. **Inventory Turnover Ratio=** Revenue from Operations/ Average Inventory

f. **Trade Receivables Turnover Ratio=** Revenue from Operations / Average Trade Receivables

g. **Trade Payables Turnover Ratio=** Operating Expenses / Average Trade Payables

h. **Net Capital Turnover Ratio=** Revenue from Operations/ Working Capital
[Working Capital= Current Assets - Current Liabilities]

i. **Net Profit Ratio=** Profit After Taxes / Net Revenue

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

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

53 ADDITIONAL REGULATORY INFORMATION REQUIRED BY SCHEDULE III

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

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

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

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

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

(f) Utilisation of borrowed funds and share premium

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

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

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

TM INTERNATIONAL LOGISTICS LIMITED
Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2023

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

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

54. LIST OF RELATED PARTIES AND RELATIONSHIP

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

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

(b) The Company has following Subsidiaries and Step-down Subsidiary Companies:-

Name	Type	Place of Incorporation
International Shipping Logistics FZE	Wholly Owned Subsidiary	UAE
TKM Global Logistics Limited	Wholly Owned Subsidiary	India
TKM Global GmbH	Wholly Owned Subsidiary of TKM Global Logistics Limited	Germany
TKM Global China Limited	Wholly Owned Subsidiary of TKM Global Logistics Limited	China

(c) Joint Venture of Entities with Joint Control of or Significant influence over the Company:
Tata NYK Shipping Pte Ltd.
TRF Limited
Mjunction Services Limited

(d) The Company has the following Fellow Subsidiaries with which Transactions have taken place during the Current/ Previous Year
The Indian Steel and Wire Products Limited
Tata Metaliks Limited
Jamshedpur Continous Annealing & Processing Company Private Limited
Tata Steel Long Products Limited
The Tinplate Company of India Limited
Tata Steel Mining Limited
Tata Steel Utilities and Infrastructure Services Limited
Tata Steel Downstream Products Limited
Neelachal Ispat Nigam Limited
Subarnarekha Port Private Limited

(e) Key Managerial Personnel of the Company

Name	Relationship
Mr. Dinesh Shastri	Managing Director
Mr. Virendra Sinha	Independent Director
Mr. Shinichi Yanagisawa (w.e.f. 1st April, 2022)	Non-Executive Director
Mr. Peeyush Gupta (w.e.f. 8th September 2021)	Non-Executive Director
Mr. Sandeep Bhattacharya (till 3rd January 2023)	Non-Executive Director
Mr. Guenther Hahn	Non-Executive Director
Ms. Stephanie Sabrina Hahn	Non-Executive Director
Mr. Dibyendu Bose (till 8th September 2021)	Non-Executive Director
Mr. Rajiv Mukerji (till 31st December 2022)	Non-Executive Director
Mr. Amitabh Panda	Non-Executive Director
Mr. Nobuaki Sumida (till 31st March 2022)	Non-Executive Director
Captain Amit Wason (till 23rd November 2022)	Non-Executive Director
Captain Sandeep Chawla (w.e.f 19th January 2023)	Non-Executive Director
Mr. Subodh Pandey (w.e.f 19th January 2023)	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

55. PARTICULARS OF TRANSACTIONS WITH RELATED PARTIES DURING THE YEAR AND BALANCES OUTSTANDING AT YEAR-END

₹ in Lakhs

Particulars	Entities with Joint Control of or Significant Influence over the Company	Fellow Subsidiaries	Subsidiaries	Joint Venture of Tata Steel Limited	Total
Transactions					
Rendering of Services	**64,023.54**	**3,673.99**	**11.02**	**257.12**	**67,965.67**
	(67,231.82)	(3,032.76)	0.00	(307.85)	(70,572.43)
Deputation Income Earned	**-**	**-**	**73.28**	**91.07**	**164.35**
	-	-	(73.83)	-	(73.83)
Receiving of Services	**583.32**	**-**	**883.03**	**-**	**1,466.35**
	(43.54)	-	(778.96)	-	(822.50)
Dividend Received	**-**	**-**	**3,300.00**	**-**	**3,300.00**
	-	-	(1,000.00)	-	(1,000.00)
Recovery of Expenses	**74,467.06**	**5,320.68**	**638.63**	**4,673.53**	**85,099.90**
	(38,951.77)	(2,610.23)	(495.07)	(15,039.65)	(57,096.72)
Reimbursement of Expenses	**-**	**-**	**69.70**	**-**	**69.70**
	-	-	(14.91)	-	(14.91)
Rental Income	**-**	**-**	**12.70**	**-**	**12.70**
	-	-	(10.12)	-	(10.12)
Dividend Paid	**3,300.00**	**-**	**-**	**-**	**3,300.00**
	(1,700.00)	-	-	-	(1,700.00)
Balance Outstanding as at Year-end					
Trade Receivables	**15,057.73**	**2,075.43**	**-**	**301.33**	**17,434.49**
	(17,666.11)	(366.93)	(0.13)	(218.86)	(18,252.03)
Security Deposit Received	**71.65**	**-**	**-**	**-**	**71.65**
	(64.14)	-	-	-	(64.14)
Advance to Supplier/Service Provider	**-**	**-**	**131.81**	**-**	**131.81**
	-	-	(0.11)	-	(0.11)
Trade Payables	**40.77**	**-**	**18.79**	**-**	**59.56**
	(57.04)	-	(29.47)	-	(86.51)
Other Liabilities	**1,359.04**	**-**	**-**	**-**	**1,359.04**
	(1,979.23)	-	-	-	(1,979.23)
Security Deposit Given	**0.81**	**-**	**38.86**	**-**	**39.67**
	(0.81)	-	(38.86)	-	(39.67)
Contract Liabilities	**1,852.60**	**996.99**	**-**	**271.26**	**3,120.85**
	(2,992.36)	(476.77)	-	(632.78)	(4,101.91)

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

Post Employment Benefit Plans

₹ in Lakhs

Particulars	For the Year ended 31st March 2023	For the Year ended 31st March 2012
Contribution towards Provident Fund	242.95	178.70

Transactions with Key Management Personnel

₹ in Lakhs

Particulars	For the Year ended 31st March 2023	For the Year ended 31st March 2022
Remuneration to Key Management Personnel		
Short-term Benefits #	295.67	282.15
Balance Outstanding as at the Year end		
Short-term Benefits (grouped under Trade Payables)	25.33	44.43
Commission Payable to Key Management Personnel	20.00	20.00

Includes Deputation Charges paid/ payable to Tata Steel Limited for Mr. Dinesh Shastri (Managing Director) - ₹ 267.67 Lakhs (31st March 2022: ₹ 252.55 Lakhs).

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

For and on behalf of the Board of Directors

Dhiraj Kumar
Partner
Membership Number: **060466**

Dinesh Shastri
Managing Director
DIN: 02069346

Peeyush Gupta
Chairman
DIN: 02840511

Place: Kolkata
Date: 17th April 2023

Jyoti Purohit
Company Secretary

Nandan Nandi
Chief Financial Officer

Place: Kolkata
Date: 17th April, 2023

NOTES

TKM Global Logistics Limited

TKM GLOBAL LOGISTICS LIMITED

CORPORATE INFORMATION

As on 12th April, 2023

Board of Directors

Chairman

Mr. Dinesh Shastri

Directors

Mr. Amar Patnaik
Mr. Virendra Sinha
Mr. Nandan Nandi

Committee of Directors

Audit Committee

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

Nomination and Remuneration Committee

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

Corporate Social Responsibility Committee

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

Management Team

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

Ms. Shabana Khan- Chief - HR & IR

Auditors

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

Bankers

CITI Bank
HDFC Bank

Registered Office

Tata Centre
43, Jawaharlal Nehru Road
Kolkata- 700071

Corporate Office

7th Floor, Infinity IT Lagoon,
Plot E 2-2/1, Block EP & GP,
Sector – V, Salt Lake,
Kolkata 700 091
Tel: 03368286000

Corporate Identification Number (CIN)

U51109WB1991PLC051941

TKM GLOBAL LOGISTICS LIMITED

DIRECTORS' REPORT

[Pursuant to Section 134(3) of the Companies Act, 2013 and Rule 8 of the Companies Accounts Rules, 2014]

TO THE MEMBERS,

The Directors present the 32nd Annual Report of TKM Global Logistics Limited and the Audited Statement of Accounts for the year ended 31st March, 2023.

A. FINANCIAL RESULTS

(Rs in crores)

Sl No.	Particulars	31.03.2023	31.03.2022
(a)	Total Income	76.07	87.70
(b)	Less: Operating and Administrative Expenses	45.43	81.82
(c)	Profit before interest, depreciation and taxes	30.64	5.88
(d)	Less: Depreciation	2.59	0.79
(e)	Less: Interest	0.72	0.29
(f)	**Profit before taxes (PBT)**	**27.33**	**4.80**
(g)	Less: taxes (incl. deferred taxes)	0.99	1.17
(h)	**Profit after taxes (PAT)**	**26.34**	**3.63**

*Total Income includes Dividend Income

1. Dividend

The Board of Directors in their meeting held on 12th April, 2023, had recommended a dividend @ Rs. 55.55/- per equity share on the 36 lacs equity shares of Rs. 10/- each amounting to Rs. 20 crores (Rupees twenty crores) for the year ended 31st March, 2023.

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

Interim Dividend

During the Financial Year 2022-23, in accordance with the provisions of the Companies Act 2013, the Board of Directors in their meeting held on 14th October 2022, had declared an interim dividend @ Rs. 69.444/- per equity share on the 36 lacs equity shares of Rs. 10/- each amounting to Rs. 25 crores (Rupees twenty five crores).

2. Transfer to reserves

The Company has not transferred any amount to Reserves for the year ended 31st March, 2023.

B. OPERATION AND PERFORMANCE

1. Company Performance

The total income for FY '23 was Rs. 76.07 crores , lower by 13.26% over the previous year's total income of Rs. 87.70 crores in FY '22. The profit after tax (PAT) attributable to shareholders for FY '23 was Rs. 26.34 crores vis-à-vis the PAT of Rs. 3.63 crores for FY '22.

2. Operation

Freight Forwarding:- Operations were realigned to adapt new normal and ensure business continuity. In the freight forwarding business, the Company achieved air imports volumes of 476MT. Air exports is 76 MT, higher by 76% from FY'22 Sea Export volume handled is 13602 TEUs which includes Annual Rate Contract Module.

It is 140% of the total volume achieved in FY'22.

During the year, average freight rate both for air and sea have dropped by 50% from the average rates prevailing during FY'22.

Strategies were implemented to ensure timely execution by clubbing inputs from resources operating from different locations to serve business from existing customers.

As a way forward for Freight Forwarding division, the Company plans to focus on business from Tata Group in west with import nomination. It also plans to review the overheads and rationalize cost in order to remain competitive in business.

The contract obtained in Sep.21 for Material handling at Tata Steel Kalinganagar has been successfully managed during the year. It is an operation inside plant with JIT delivery of project material at project site namely -CRM, PELLER PLANT AND BLAST FURNACE and expansion project going on at plant.

Operations were integrated with CHAIL and Warehousing Verticals to adapt new normal and ensure business continuity. In Warehouse business, the Company achieved Revenue of 15.67 Cr as compared to FY'22 Revenue of Rs 5.47 Cr.

A new business for Warehouse management has been received from Tata Steel to support OMQ locations operating from Danga Jamshedpur.

C. STRENGTHS, WEAKNESSES, OPPORTUNITIES & THREATS

a. Strengths

- Ability to provide end-to-end logistics solution.
- Ready to provide logistics solutions through network partners on Pan India basis.
- Manage just-in-time supply requirement.

b. Weakness

- Not able to offer aggressive freight rates in comparison to competition.
- Weak overseas network.
- Limited ability to console inbound air/sea cargo.

c. Opportunities

- Tata Steel and its group companies, which have huge expansion plans could be tapped for FF business.
- Tapping non-Tata customers with high volume in western region.
- Project Cargo Handling from Vizag/Paradip port.

d. Threats

- Shipping lines directly contacting MSME customers obviating the need for freight forwarders.
- Possible development of Online Freight trading platforms obviating the need for Freight Forwarders.

D. CORPORATE GOVERNANCE

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

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

Various policies like, Nomination & Remuneration Policy and Risk Management Policy as required under the Companies Act 2013 are in place and are being adhered.

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

1. BOARD OF DIRECTORS

As on 31st March, 2023, the Board comprised of 3 (Three) Non-Executive Directors. The composition of the Board of Directors along with the details of the meetings held during the year under review has been attached an as Annexure to this report. ***(Refer Annexure A- Details of meeting of Board & Committees)***

- Mr. Sandeep Bhattacharya, Non-Executive Director resigned from Board w.e.f 3rd January, 2023.
- Mr. Virendra Sinha was appointed as a Non Executive Director on the date of signing the report, i.e 12th April, 2023.

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

(i) Reappointments (Directors to retire by rotation)

In accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the Company, Mr. Amar Patnaik- Non Executive Director retire by rotation and being eligible has offered himself for re-appointment.

Appropriate resolution seeking members' approval to the aforesaid appointment is appearing in the Notice convening the 32nd Annual General Meeting of the Company.

(ii) Independent Directors

As per the Amendment to the rules of Companies (Appointment and Qualification of Director) vide notification dated 5th July, 2017, issued by Ministry of Corporate Affairs, TKM Global Logistics Limited, being a wholly owned subsidiary of TM International Logistics Limited, is exempted from mandatorily appointing an Independent Director in its Board.

2. BOARD MEETINGS

During the financial year ended 31st March, 2023, 4 (four) Board Meetings were held on: 19th April 2022, 13th July 2022, 14th October 2022 and 13th January 2023. The intervening gap between the meetings was within the period prescribed under the Act and notifications issued by the Ministry of Corporate Affairs from time to time.

The names of the members of the Board along with the meetings held are provided as an annexure to this Report. ***(Refer Annexure A- Details of meeting of Board & Committees)***

3. COMMITTEES OF THE BOARD OF DIRECTORS

As on 31st March 2023, the Audit Committee and Nomination & Remuneration Committee comprised of 3 (three) Non-Executive Directors. The names of the members of the Committees along with the details of the meetings held are provided as an annexure to this Report. ***(Refer Annexure A- Details of meeting of Board & Committees)***

a. Audit Committee

The Committee met 4 (four) times during the financial year ended 31st March, 2023 on 9th April 2022, 13th July 2022, 14th October 2022 and 13th January 2023.

During the financial year, in compliance with the provisions of the Companies Act, there has been no instance where the Board has not accepted any recommendation of the Committee.

b. Nomination & Remuneration Committee

The Nomination and Remuneration Policy as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors of the Company remains unchanged. The same can be accessed at the following link http://www.tkmglobal.com/pdf/NRC-Policy.pdf

During the financial year ended 31st March 2023, 1 (one) Nomination and Remuneration Committee Meeting was held on 9th April, 2022.

c. Corporate Social Responsibility Committee

During the year under review, the Company was not required to spend any amount under CSR.

4. DIRECTORS' RESPONSIBILITY STATEMENT

The Company is in compliance with various accounting and financial reporting requirements in respect of the financial statements for the year under review. Pursuant to Section 134(5) of the Companies Act, 2013 and in respect of the Annual Accounts for the year under review, the Directors hereby confirm that:

i. In the preparation of the annual accounts, the applicable accounting standards had been followed with proper explanation relating to material departures;

ii. The directors had selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;

iii. The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

iv. The directors had prepared the annual accounts on a going concern basis; and

v. The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

5. EVALUATION

The Board evaluated the effectiveness of its functioning, that of the Audit, Nomination & Remuneration and CSR Committees and of individual Directors. The manner in which the evaluation has been carried out has been explained in the Nomination and Remuneration Policy as adopted by the Company.

The Board sought the feedback of Directors on various parameters including:

- Degree of fulfillment of key responsibilities towards stakeholders (by way of monitoring corporate governance practices, participation in the long-term strategic planning, etc.);
- Structure, composition and role clarity of the Board and Committees;
- Extent of co-ordination and cohesiveness between the Board and its Committees;
- Effectiveness of the deliberations and process management;
- Board/Committee culture and dynamics; and
- Quality of relationship between Board Members and the Management.

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

6. AUDITORS

The Auditors of the Company, M/s Price Waterhouse & Co. Chartered Accountants LLP, Kolkata, were re-appointed for another term of 5 years in 31st AGM held in the year 2022 to hold office upto the conclusion of the 36th Annual General Meeting of the Company to be held in the year 2027. In line with the Companies Amendment Act 2017 , which has omitted the provision relating to annual ratification of appointment of Statutory Auditors by members in Annual General Meeting, only a confirmation letter has been obtained from them confirming that they are eligible to continue as the Statutory Auditors of the Company.

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

7. AUDIT OBSERVATIONS & EXPLANATIONS

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

8. PARTICULARS OF EMPLOYEES

The Company has no such employees falling within the provisions of Section 197 of the Companies Act, 2013, read with Rule 5(2) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

9. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

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

10. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

The Company has not given any loans, guarantees or made any investment as per the provisions of Section 186 of the Companies Act, 2013.

11. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

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

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

B. **Technology Absorption:** Nil

C. **Foreign exchange earnings & outgo:** The foreign exchange earnings in terms of inflows during the year was Rs. 1.77 crores on account of freight, agency fees and others and the foreign exchange outgo during the year in terms of outflows was Rs. 4.60 crores on account of freight and foreign travel. Dividend Received from TKM GmbH Rs.22.83 crores.

12. PUBLIC DEPOSITS

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

13. RELATED PARTY DISCLOSURES

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

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

14. ANNUAL RETURN

Pursuant to Section 92(3) of the Companies Act, 2013, read with Rule 12 of the Companies (Management and Administration) Rules, 2014, an extract of the Annual Return is provided as an annexure to this Report. **(Refer Annexure B- Annual Return)**

15. SECRETARIAL STANDARDS

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

16. INTERNAL FINANCIAL CONTROL & INTERNAL AUDIT

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

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

E. SUBSIDIARY COMPANIES

The statement pursuant to Section 129 of the Companies Act, 2013 read with Rule 5 of Companies (Accounts) Rules, 2014 in respect of the subsidiaries of the Company viz. TKM Global GmbH, Germany and TKM Global China Ltd., China is provided as an annexure to this report. ***(Refer Annexure C- AOC 1)***

There has been no material change in the nature of the business of the subsidiaries.

F. ACKNOWLEDGEMENT

The Directors wish to take the opportunity to place on record their sincere appreciation and gratitude for the continued assistance, support and co-operations extended by all Government Authorities, Banks, Overseas Agents, Clearing Agents, Shipping Lines, Air Lines and other business associates and last but not the least the Members of the Company.

For and on behalf of the Board

Dinesh Shastri
Chairman
DIN: 02069346

Place: Kolkata
Date: 12th April, 2023

Nandan Nandi
Director
DIN: 09364725

Annexure A

MEETING OF THE BOARD OF DIRECTORS FOR FY 2022-23

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

MEETING OF THE AUDIT COMMITTEE

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

MEETING OF THE NOMINATION & REMUNERATION COMMITTEE

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

** Resigned during the year.*

Mr. Virendra Sinha was appointed as a Non Executive Director on the date of preparation of Board Report, i.e 12th April, 2023.

Annexure B

MGT -9

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

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

I. Registration and other details:

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

II. Principal Business Activity of the Company:

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

Sr. No.	Name and Description of main products/ services	NIC Code of the product/ service	Percentage to total turnover of the company
1.	Freight Forwarding	DIV 52 Group 522	66%
2.	Warehousing, Material Handling and others	DIV 52 Group 521	34%

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 01.04.2022				No. of Shares held at the end of the year 31.03.2023				% 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**	**-**

B.	**Public Shareholding**									
(1)	**Institutions**									
i.	Mutual Funds	-	-	-	-	-	-	-	-	-
ii.	Banks/FIs	-	-	-	-	-	-	-	-	-
iii.	Central Govt.	-	-	-	-	-	-	-	-	-
iv.	State Govt.(s)	-	-	-	-	-	-	-	-	-
v.	Venture Capital Funds	-	-	-	-	-	-	-	-	-
vi.	Insurance Companies	-	-	-	-	-	-	-	-	-
vii.	FIIs	-	-	-	-	-	-	-	-	-
viii.	Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
ix.	Others (Specify)	-	-	-	-	-	-	-	-	-
Sub-total: (B)(1)		**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**
(2)	**Non-Institutions**									
a)	Bodies Corp.	-	-	-	-	-	-	-	-	-
i.	Indian	-	-	-	-	-	-	-	-	-
ii.	Overseas	-	-	-	-	-	-	-	-	-
b)	Individuals	-	-	-	-	-	-	-	-	-
i.	Individual shareholders holding nominal share capital upto ₹1 lakh	-	-	-	-	-	-	-	-	-
ii.	Individual shareholders holding nominal share capital in excess of ₹1 lakh	-	-	-	-	-	-	-	-	-
c)	Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total: (B)(2)		**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	
Total public shareholding (B) = (B)(1) + (B)(2)		**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	
C.	**Shares held by custodian for GDRs & ADRs**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**
Grand Total (A+B+C)		**0**	**36,00,000**	**36,00,000**	**100**	**0**	**36,00,000**	**36,00,000**	**100**	**-**

ii. Shareholding of Promoters

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year 01.04.2022			Shareholding at the end of the year 31.03.2023			% change in share-holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	No. of Shares	%of total Shares of the company	% of Shares Pledged/ encumbered to total shares	
1.	TM International Logistics Ltd.	35,99,994	100	0	35,99,994	100	0	0
2.	TM International Logistics Ltd. j/w Mr. Dinesh Shastri	1	0	0	1	0	0	0
3.	TM International Logistics Ltd. j/w Ms. Jyoti Purohit	1	0	0	1	0	0	0
4.	TM International Logistics Ltd. j/w Mr. Amit Kumar Sau	1	0	0	1	0	0	0
5.	TM International Logistics Ltd. j/w Mr. Nandan Nandi	0	0	0	1	0	0	0
6.	TM International Logistics Ltd. j/w Mr. 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

iii. Change in Promoters' Shareholding

Sl. No.	Particulars	Shareholding at the beginning of the year 01.04.2022		Cumulative Shareholding during the year 31.03.2023	
		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 2023, Mr. Nandan Nandi (Director) & Mr. Dinesh Shastri (Chairman), holds 1 share each jointly with TMILL.

vi. Indebtedness

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

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

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

No sitting fees or commission was paid to any directors.

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

The Company does not have any Key Managerial Personnel.

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.

Annexure C

Form AOC - 1

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

[Pursuant to first proviso to Section 129(3) of the Companies Act, 2013 read with Rule 5 of Companies (Accounts) Rules, 2014]

Part "A": Subsidiaries

Amount (In 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 89.6076 *	1 RMB = INR 11.9554 *
4.	Share capital	89.61	81.71
5.	Reserves & surplus	1770.15	-8.26
6.	Total Assets	2499.34	115.76
7.	Total Liabilities	2499.34	115.76
8.	Investments	-	-
9.	Turnover	731.01	449.81
10.	Profit before taxation	87.53	14.16
11.	Provision for taxation	28.61	0.52
12.	Profit after taxation	58.92	13.64
13.	Proposed Dividend	200.00	-
14.	% of shareholding	100% Shareholding of TKM Global Logistics Limited	100% Shareholding of TKM Global Logistics Limited

*Closing exchange rate as on March'31, 2023 has been considered for calculation.

Part "B": Associates and Joint Ventures

The Company does not have any joint ventures or associates as on 31st March, 2023. Hence, there is nothing to report in this regard.

TKM GLOBAL LOGISTICS LIMITED
INDEPENDENT AUDITORS' REPORT

To the Members of TKM Global Logistics Limited

Report on the Audit of the Financial Statements

Opinion

1. We have audited the accompanying financial statements of TKM Global Logistics Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2023, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, total comprehensive income (comprising of profit and other comprehensive income), changes in equity and its cash flows for the year then ended.

Basis for Opinion

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

Other Information

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

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

   In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

   We have nothing to report in this regard.

Responsibilities of management and those charged with governance for the financial statements

5. The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of 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. Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's responsibilities for the Audit of the Financial Statements

7. Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are 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, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the Annexure B a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

12. As required by Section 143(3) of the Act, we report that:

(a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

(b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

(c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and the Statement of Cash Flows 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, 2023, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2023, from being appointed as a director in terms of Section 164(2) of the Act.

(f) With respect to the adequacy of the internal financial controls 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 (as amended), in our opinion and to the best of our information and according to the explanations given to us:

i. The Company has disclosed the impact of pending litigations as at March 31, 2023 on its financial position in its financial statements. Refer Note 41 to the financial statements;

ii. The Company has long-term contracts as at March 31, 2023 for which there were no material foreseeable losses. The Company did not have derivative contracts as at March 31, 2023. Refer Note 46 to the financial statements.

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended March 31, 2023. Refer Note 47 to the financial statements.

iv. (a) The management has represented that, to the best of its knowledge and belief, as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries. Refer Note 52(a) to the financial statements;

(b) The management has represented that, to the best of its knowledge and belief, as disclosed in the notes to the accounts, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries. Refer Note 52(b) to the financial statements; and

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

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

vi. As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 (as amended), which provides for books of account to have the feature of audit trail, edit log and related matters in the accounting software used by the Company, is applicable to the Company only with effect from financial year beginning April 1, 2023, the reporting under clause (g) of Rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), is currently not applicable.

13. The provisions of Section 197 read with Schedule V to the Act are applicable to the Company. The Company has not paid/ provided for managerial remuneration during the year.

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

Dhiraj Kumar
Partner
Membership Number: 060466
UDIN: 23060466BGXUXS3506

Kolkata
April 12, 2023

TKM GLOBAL LOGISTICS LIMITED

ANNEXURE A TO INDEPENDENT AUDITORS' REPORT

Referred to in paragraph 12(f) of the Independent Auditor's Report of even date to the members of TKM Global Logistics Limited on the financial statements for the year ended March 31, 2023

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, 2023 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

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 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, 2023, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by ICAI.

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

Dhiraj Kumar
Partner
Membership Number: 060466
UDIN: 23060466BGXUXS3506

Kolkata
April 12, 2023

TKM GLOBAL LOGISTICS LIMITED

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, 2023

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

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

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

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

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

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

(b) During the year, the Company has not been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate from banks and financial institutions on the basis of security of current assets and accordingly, the question of our commenting on whether the quarterly returns or statements are in agreement with the unaudited books of account of the Company does not arise.

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

Particulars	Amount (Rs. in lakhs)
Aggregate amount granted/ provided during the year - Others	13.25
Balance outstanding as a balance sheet date in respect of the above case - Others	5.77

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

(c) 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.

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

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

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

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

v. The Company has not accepted any deposits or amounts which are deemed to be deposits within the meaning of Sections 73, 74, 75 and 76 of the Act and the Rules framed there under to the extent notified.

vi. The Central Government of India has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the products of the Company.

vii. (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is generally regular in depositing the undisputed statutory dues in respect of professional tax and provident fund, though there has been a slight delay in a few cases, and is regular in depositing undisputed statutory dues, including goods and services tax, employees' state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess, and other material statutory dues, as applicable, with the appropriate authorities. The extent of the arrears of statutory dues outstanding as March

31, 2023, for a period of more than six months from the date they became payable are as follows:

Name of the statute	Nature of dues	Amount (Rs. in lakhs)	Period to which the amount relates	Due Date
Employees' Provident Funds and Miscellaneous Provisions Act, 1952	Contribution to Provident Fund	1.18	April, 2022 to August, 2022	15th of following months

(b) According to the information and explanations given to us and the records of the Company examined by us, there are no statutory dues of goods and services tax, provident fund, employees' state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess, and other material statutory dues tax which have not been deposited on account of any dispute. The particulars of other statutory dues of service tax and income tax as at March 31, 2023 which have not been deposited on account of a dispute, are as follow:

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 Appellant Tribunal
Income Tax Act, 1961	Income Tax	120.61	FY 2010-11	Commissioner of Income Tax (Appeals)

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

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

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

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

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

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

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

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

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

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

(b) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, a report under Section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 was not required to be filed with the Central Government. Accordingly, the reporting under clause 3(xi)(b) of the Order is not applicable to the Company.

(c) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, and as represented to us by the management, no whistle-blower complaints have been received during the year by the Company. Accordingly, the reporting under clause 3(xi)(c) of the Order is not applicable to the Company.

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

xiii. The Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of related party transactions have been disclosed in the financial statements as required under Indian Accounting Standard 24 "Related Party Disclosures" specified under Section 133 of the Act.

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

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

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

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

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

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

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

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

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

xix. According to the information and explanations given to us and on the basis of the financial ratios (Also refer Note 44 to the financial statements), ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date will get discharged by the Company as and when they fall due.

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

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

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

Dhiraj Kumar
Partner
Membership Number: 060466

UDIN: 23060466BGXUXS3506

Kolkata
April 12, 2023

Balance Sheet as at 31st March, 2023

₹ in Lakhs

	Particulars	Note	As at 31st March 2023	As at 31st March 2022
	ASSETS			
(1)	**Non-current assets**			
	(a) Property, Plant and Equipment	4	565.03	558.40
	(b) Intangible Assets	5	1.96	2.80
	(c) Right of use assets	6	1,168.82	293.15
	(d) Financial Assets			
	(i) Investments	7	549.42	549.42
	(ii) Other Financial Assets	8	159.84	48.03
	(e) Non-current Tax Asset (Net)	9	317.97	701.21
	(f) Other Non-current Assets	10	-	0.04
	Total Non-current Assets		**2,763.04**	**2,153.05**
(2)	**Current assets**			
	(a) Financial Assets			
	(i) Trade Receivables	11	1,266.08	1,170.02
	(ii) Cash and Cash Equivalents	12	1,231.04	650.22
	(iii) Other Bank Balances	13	19.72	166.95
	(iv) Loans	14	5.77	3.55
	(v) Other Financial Assets	15	18.67	6.80
	(b) Other Current Assets	16	70.32	101.26
	Total Current Assets		**2,611.60**	**2,098.80**
	TOTAL ASSETS		**5,374.64**	**4,251.85**
	EQUITY AND LIABILITIES			
	EQUITY			
	(a) Equity Share Capital	17	360.00	360.00
	(b) Other Equity	18	2,879.17	2,735.41
	Total Equity		**3,239.17**	**3,095.41**
	LIABILITIES			
	(1) Non-current Liabilities			
	(a) Financial Liabilities			
	(i) Lease Liabilities	19	845.13	207.69
	(ii) Other Financial Liabilities	20	9.66	-
	(b) Provisions	21	102.42	113.39
	(c) Deferred Tax Liabilities (Net)	34	22.80	31.62
	Total Non-current Liabilities		**980.01**	**352.70**
	(2) CURRENT LIABILITIES			
	(a) Financial Liabilities			
	(i) Lease Liabilities	22	370.00	96.38
	(ii) Trade Payables	23		
	(a) Total Outstanding dues to Micro and Small Enterprises		0.66	5.54
	(b) Total Outstanding Dues of Creditors other than Micro Enterprises and Small Enterprises		536.32	592.58
	(iii) Other Financial Liabilities	24	176.95	38.86
	(b) Provisions	25	36.42	42.05
	(c) Other Current Liabilities	26	35.11	28.33
	Total Current Liabilities		**1,155.46**	**803.74**
	Total Liabilities		**2,135.47**	**1,156.44**
	Total Equity and Liabilities		**5,374.64**	**4,251.85**

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

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

Dhiraj Kumar
Partner
Membership Number : 060466

Place : Kolkata
Date : April 12, 2023

For and on behalf of the Board of Directors

Dinesh Shastri
Chairman
DIN: 02069346

Nandan Nandi
Director
DIN: 09364725

Place : Kolkata
Date : April 12, 2023

Statement of Profit and Loss for the year ended 31st March, 2023

₹ in Lakhs

	Particulars	Note	For the Year ended 31st March 2023	For the Year ended 31st March 2022
I.	**Revenue from Operations**	27	5,073.30	8,424.57
II.	**Other Income**	28	2,534.66	346.16
III.	**Total Income (I +II)**		**7,607.96**	**8,770.73**
IV.	**IV. Expenses**			
	(a) Operating Expenses	29	3,750.70	7,401.05
	(b) Employee Benefits Expense	30	665.97	624.36
	(c) Finance Costs	31	72.26	28.61
	(d) Depreciation and Amortization Expense	4, 5 & 6	259.30	79.37
	(e) Other Expenses	32	125.47	156.29
	Total Expenses		**4,873.70**	**8,289.68**
V.	**Profit Before Tax (III-IV)**		**2,734.26**	**481.05**
VI.	**Income Tax Expense:**		**99.24**	**116.46**
	(1) Current Tax	33	108.06	21.92
	(2) Deferred Tax	33	(8.82)	94.54
	(3) Income Tax for earlier years			
VII.	**Profit for the Year (V-VI)**		**2,635.02**	**364.59**
VIII.	**Other Comprehensive Income**			
	Items that will not be Reclassified to Profit or Loss			
	(a) Remeasurements of the Post Employment Defined Benefit Plans		11.68	13.65
	(b) Income tax on above		(2.94)	(3.44)
IX.	**Total Comprehensive Income for the Year (VII+VIII)**		**2,643.76**	**374.80**
X.	**Earning per Equity Share**	35		
	(1) Basic		**73.20**	10.13
	(2) Diluted		**73.20**	10.13

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

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

Dhiraj Kumar
Partner
Membership Number : 060466

Place : Kolkata
Date : April 12, 2023

For and on behalf of the Board of Directors

Dinesh Shastri
Chairman
DIN: 02069346

Nandan Nandi
Director
DIN: 09364725

Place : Kolkata
Date : April 12, 2023

TKM GLOBAL LOGISTICS LIMITED

Statement of Changes in Equity for Year ended 31st March 2023

₹ in Lakhs

A. Equity Share Capital	As at March 31, 2023	As at March 31, 2022
Balance at the beginning of the Year	**360.00**	360.00
Balance at the end of the Year	**360.00**	360.00

₹ in Lakhs

B. Other Equity	As at March 31, 2023		
	General Reserves	Retained Earnings	Total Other Equity
Balance as at April 1, 2022	**5.64**	2,729.77	2,735.41
Profit for the Year	-	2,635.02	2,635.02
Other Comprehensive Income for the Year	-	8.74	8.74
Dividend Paid		(2,500.00)	(2,500.00)
Balance as at March 31, 2023	**5.64**	**2,873.53**	**2,879.17**

Other Equity	As at March 31, 2022		
	General Reserves	Retained Earnings	Total Other Equity
Balance as at April 1, 2021	**5.64**	2,554.97	2,560.61
Profit for the Year	-	364.59	364.59
Other Comprehensive Income for the Year	-	10.21	10.21
Dividend Paid		(200.00)	(200,00)
Balance as at March 31, 2022	**5.64**	**2,729.77**	**2,735.41**

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

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

Dhiraj Kumar
Partner
Membership Number : 060466

Place : Kolkata
Date : April 12, 2023

For and on behalf of the Board of Directors

Dinesh Shastri
Chairman
DIN: 02069346

Nandan Nandi
Director
DIN: 09364725

Place : Kolkata
Date : April 12, 2023

TKM GLOBAL LOGISTICS LIMITED

Cash Flow Statement for the year ended 31st March, 2023

₹ in Lakhs

Sl.		Note No.	For the year ended 31st March 2023	For the year ended 31st March 2022
A.	**Cash Flows from Operating Activities**			
	Profit Before Tax		2,734.26	481.05
	Adjustments for:			
	Depreciation / Amortisation Expenses		259.30	79.37
	Loss on Modification of Lease Arrangement		-	8.26
	Interest and finance charges on lease liabilities and financial liabilities not at fair value through profit or loss	31	72.26	28.61
	Interest Income	28	(38.49)	(24.80)
	Interest on IT refund	28	(76.10)	(39.77)
	Dividend Income from Subsidiary	28	(2,381.99)	(222.22)
	Liabilities no Longer Required Written Back	28	-	(30.05)
	Operating Profit before Changes in Operating Assets and Liabilities		**569.24**	280.45
	Changes in Operating Assets and Liabilities			
	(Increase) / Decrease in Trade Receivables		(96.06)	(51.26)
	(Increase) / Decrease in Loans		(125.05)	14.30
	(Increase) / Decrease in Other Assets		30.99	29.81
	Increase / (Decrease) in Trade Payables		(61.13)	134.16
	Increase / (Decrease) in Financial Liabilities		147.78	4.12
	Increase / (Decrease) in Other Liabilities		6.72	(44.73)
	Increase / (Decrease) in Provisions		(4.92)	14.49
	Cash Generated from Operations		**467.57**	381.34
	Direct Taxes Paid (Net of Refund)		348.34	79.84
	Net Cash from/(used in) Operating Activities		**815.91**	461.18
B.	**CASH FLOW FROM INVESTING ACTIVITIES**			
	Payment for Acquisition/Construction of Property, Plant & Equipment		(26.49)	(1.47)
	Proceeds from Disposal of Property, Plant & Equipment		0.12	-
	Payments for Placing of Deposits with Banks		149.25	(151.03)
	Dividend from Subsidiary		2,381.99	222.22
	Interest Received		35.62	5.36
	Net Cash from/(used in) Investing Activities		**2,540.49**	75.08
C.	**CASH FLOW FROM FINANCING ACTIVITIES**			
	Lease Rental Received		-	31.35
	Lease Rental Paid		(275.58)	(90.68)
	Dividend Paid		(2,500.00)	(200.00)
	Net Cash from/(used in) Financing Activities		**(2,775.58)**	(259.33)
	Net Increase/ (Decrease) in Cash and Cash Equivalents (A+B+C)		**580.82**	276.93
	Cash and Cash Equivalents at the Beginning of the Year	12	**650.22**	373.29
	Cash and Cash Equivalents at the End of the Year	12	**1,231.04**	650.22

Note:
The above Statement of Cash Flow has been prepared under the 'Indirect Method' as set out in Ind AS 7 'Statement of Cash Flows'.
The accompanying Notes form an integral part of Statement of Cash Flows.
This is the Statement of Cash Flow referred to in our Report of even date.

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

Dhiraj Kumar
Partner
Membership Number : 060466

Place : Kolkata
Date : April 12, 2023

For and on behalf of the Board of Directors

Dinesh Shastri
Chairman
DIN: 02069346

Nandan Nandi
Director
DIN: 09364725

Place : Kolkata
Date : April 12, 2023

1. COMPANY BACKGROUND

TKM Global Logistics Limited ('TKM' or 'the Company') is an unlisted public limited Company incorporated in India with its registered office in Kolkata, West Bengal, India. TKM is a wholly owned subsidiary of TM International Logistics Limited (TMILL), which is a joint venture between TATA Steel Limited (51%), IQ Martrade of Germany (23%) and Nippon Yusen Kaisha - NYK (26%). TKM is a logistics and supply chain service provider and mainly in the business of freight forwarding and material handling.

The Financial Statements were approved and authorised for issue with the resolution of the Company's Board of Directors on April 12, 2023.

2. SIGNIFICANT ACCOUNTING POLICIES

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

2.1 Basis for preparation

(i) Compliance with Ind AS

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

(ii) Historical Cost Convention

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

i) certain financial assets and liabilities which are measured at fair value;

ii) defined benefit plans - plan assets measured at fair value.

(iii) Current versus Non-current Classification

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

An asset is treated as current when it is:

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

All other assets are classified as non-current.
A liability is classified as current when:
- it is expected to be settled in the normal operating cycle,
- it is held primarily for the purpose of trading,
- it is due to be settled within twelve months after the reporting period, or
- there is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

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

2.2. Property, Plant and Equipment

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

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

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.

TKM GLOBAL LOGISTICS LIMITED
Notes forming part of the Financial Statements for the year ended 31st March, 2023

Depreciation Method and Estimated Useful Lives

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

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

Type of Asset	Estimated Useful life
Non-Factory Building	60 years
Plant and Equipment	7 -15 years
Vehicles-Four Wheelers	5 years
Vehicles-Two Wheelers	5 years
Office Equipment	5 years
Computers (included in Office Equipment)	3 years
Furniture and Fixtures	10 years

The useful lives, residual values and the method of depreciation of property, plant and equipment are reviewed, and adjusted if appropriate, at the end of each reporting period. Gains and losses on disposals are determined by comparing proceeds with carrying amount and are included in Statement of Profit and Loss within 'Other Income'/'Other Expenses'. Advances paid towards the acquistion of property, plant and equipment outstanding at each balance sheet date is classified as 'Capital Advances'.

2.3. Intangible Assets

Software for internal use, which is primarily acquired from third-party vendors is capitalised. It has a finite useful life and are stated at cost less accumulated amortisation and accumulated impairment losses, if any. Subsequent costs associated with maintaining such software are recognised as expense as incurred. Cost of software includes license fees and cost of implementation/system integration services, where applicable.

Amortisation Method and Period

Intangible assets are amortised over a period of 5 years. Amortization is recognized on a straight-line basis over their estimated useful lives. Amortisation method and useful lives are reviewed periodically including at each financial year end.

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

2.4. Impairment of Non-financial Assets

Assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units).

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

2.5. Leases

As A Lessee

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

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

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

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

To determine the incremental borrowing rate, the Company:

- where possible, uses recent third-party financing received by the individual lessee as a starting point, adjusted to reflect changes in financing conditions since third party financing was received
- uses a build-up approach that starts with a risk-free interest rate adjusted for credit risk for leases held by the Company, which does not have recent third party financing, and
- makes adjustments specific to the lease, e.g. term, country, currency and security."

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

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

Variable lease payments that depend on sales are recognised in profit or loss in the period in which the condition that triggers those payments occurs.

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

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

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

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

As a Lessor

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

2.6. Financial Instruments

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

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

A. Investment in Subsidiaries

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

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

(i) Classification

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

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

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

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

(ii) Measurement

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

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

Debt Instruments

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

Equity Instruments

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

(iii) Impairment of Financial Assets

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

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

(iv) Derecognition of Financial Assets

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

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

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

(v) Fair Value of Financial Instruments

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

(vi) Offsetting Financial Instruments

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

2.7. Trade Receivables

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

2.8. Cash and Cash Equivalents

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

2.9. Trade Payables

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

2.10. Employee Benefits

A. Short-term Employee Benefits

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

B. Post-employment Benefits

i) Defined Benefit Plans

The liability or asset recognised in the Balance Sheet in respect of defined benefit plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated at year-end by actuaries using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation. The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in 'Employee Benefits Expense' in the Statement of Profit and Loss. Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in Other Comprehensive Income. These are included in 'Retained Earnings' in the Statement of Changes in Equity.

ii) Defined Contribution Plans

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

C. Other Long-term Employee Benefits

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

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

2.11. Income Tax

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

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

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

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

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

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

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

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

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

2.12. Provisions and Contingencies

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

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

Notes forming part of the Financial Statements for the year ended 31st March, 2023

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

2.13. Revenue recognition

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

Sale of Services and Other Operating Revenue

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

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

Interest income

Interest income is accrued on a time proportion basis, by reference to the principal outstanding and the effective 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 (₹), 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 period-end, monetary assets and liabilities denominated in foreign currencies are restated at the year-end exchange rates. Exchange differences arising from settlement of foreign currency transactions and from the period-end restatement are recognised in the Statement of Profit and Loss on a net basis within 'Other Income'/'Other Expenses'.

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates prevailing at the date when the fair value was determined. Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss.

2.15 Borrowing Costs

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

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

Notes forming part of the Financial Statements for the year ended 31st March, 2023

2.16 Earnings per Share

Basic Earnings per Share

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

Diluted Earnings per Share

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

3.1 USE OF ESTIMATES AND CRITICAL ACCOUNTING JUDGMENTS

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

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

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

The areas involving critical estimates or judgements are:

A. Employee Benefits (Estimation of Defined Benefit Obligation)

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

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

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

C. Impairment of Trade Receivables

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

D. Contingencies

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

E. Deferred Taxes

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

3.2 NEW AND AMENDED STANDARDS ADOPTED BY THE COMPANY

The Ministry of Corporate Affairs had vide notification dated 23 March 2022 notified Companies (Indian Accounting Standards) Amendment Rules, 2022 which amended certain accounting standards, and are effective 1 April 2022. These amendments did not have any impact on the amounts recognised in prior periods and are not expected to significantly affect the current or future periods.

3.3 NEW AMENDMENTS ISSUED BUT NOT EFFECTIVE

The Ministry of Corporate Affairs has vide notification dated 31 March 2023 notified Companies (Indian Accounting Standards) Amendment Rules, 2023 (the 'Rules') which amends certain accounting standards, and are effective 1 April 2023. The Rules predominantly amend Ind AS 12, Income taxes, and Ind AS 1, Presentation of financial statements. The other amendments to Ind AS notified by these rules are primarily in the nature of clarifications. These amendments are not expected to have a material impact on the group in the current or future reporting periods and on foreseeable future transactions. Specifically, no changes would be necessary as a consequence of amendments made to Ind AS 12 as the group's accounting policy already complies with the now mandatory treatment.

3.4 ROUNDING OF AMOUNTS

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

4 PROPERTY, PLANT AND EQUIPMENT

₹ in Lakhs

	As at 31st March 2023	As at 31st March 2022
Net Carrying Amount of:		
Buildings	**534.02**	**545.20**
Plant and Equipments	2.07	2.62
Furniture and Fixtures	**3.45**	3.51
Vehicles	**14.59**	4.84
Office Equipments	**10.90**	2.23
Total Property, Plant and Equipment	**565.03**	558.40

₹ in Lakhs

Property, Plant and Equipment	As at March 31, 2023					
	Building	Plant and Equipments	Furniture and Fixtures	Vehicles	Office Equipments	Total Property, Plant and Equipments
Gross carrying amount as at April 1, 2022	623.62	6.57	33.39	19.30	11.17	**694.05**
Additions	-	-	0.53	14.58	11.39	**26.50**
Disposals	-	-	-	-	(0.50)	**(0.50)**
Gross carrying amount as at March 31, 2023	**623.62**	**6.57**	**33.92**	**33.88**	**22.06**	**720.05**
Accumulated depreciation as at April 1, 2022	78.42	3.95	29.88	14.46	8.94	**135.65**
Charge for the Year	11.18	0.55	0.59	4.83	2.60	**19.75**
Disposals	-	-	-	-	(0.38)	**(0.38)**
Accumulated depreciation as at March 31, 2023	**89.60**	**4.50**	**30.47**	**19.29**	**11.16**	**155.02**
Net carrying amount as at April 1, 2022	**545.20**	**2.62**	**3.51**	**4.84**	**2.23**	**558.40**
Net carrying amount as at March 31, 2023	**534.02**	**2.07**	**3.45**	**14.59**	**10.90**	**565.03**

Property, Plant and Equipment	As at March 31, 2022					
	Building	Plant and Equipments	Furniture and Fixtures	Vehicles	Office Equipments	Total Property, Plant and Equipments
Gross carrying amount as at April 1, 2021	623.62	6.57	32.26	19.30	10.83	**692.58**
Additions	-	-	1.13	-	0.34	**1.47**
Disposals	-	-	-	-	-	**-**
Gross carrying amount as at March 31, 2022	**623.62**	**6.57**	**33.39**	**19.30**	**11.17**	**694.05**
Accumulated depreciation as at April 1, 2021	67.24	3.38	29.19	10.50	6.79	**117.10**
Charge for the Year	11.18	0.57	0.69	3.96	2.15	**18.55**
Disposals	-	-	-	-	-	**-**
Accumulated depreciation as at March 31, 2022	**78.42**	**3.95**	**29.88**	**14.46**	**8.94**	**135.65**
Net carrying amount as at April 1, 2021	**556.38**	**3.19**	**3.07**	**8.80**	**4.04**	**575.48**
Net carrying amount as at March 31, 2022	**545.20**	**2.62**	**3.51**	**4.84**	**2.23**	**558.40**

Note :

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

(ii) Title deed of the above immovable property is held in the name of the Company.

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

₹ in Lakhs

5. INTANGIBLE ASSETS	As at 31st March 2023	As at 31st March 2022
Net Carrying Amount of:		
Softwares	1.96	2.80
Total Intangible Assets	**1.96**	2.80

₹ in Lakhs

Intangible assets	As at March 31, 2023	
	Softwares	Total Intangible Assets
Gross carrying amount as at April 1, 2022	22.32	22.32
Additions	-	-
Disposals	-	-
Gross carrying amount as at March 31, 2023	22.32	22.32
Accumulated amortization as at April 1, 2022	19.52	19.52
Charge for the Year	0.84	0.84
Disposals	-	-
Accumulated amortization as at March 31, 2023	20.36	20.36
Net carrying amount as at April 1, 2022	2.80	2.80
Net carrying amount as at March 31, 2023	**1.96**	**1.96**

₹ in Lakhs

Intangible assets	As at March 31, 2022	
	Softwares	Total Intangible Assets
Gross carrying amount as at April 1, 2021	22.32	22.32
Additions	-	-
Disposals	-	-
Gross carrying amount as at March 31, 2022	**22.32**	**22.32**
Accumulated amortization as at April 1, 2021	17.18	17.18
Charge for the Year	2.34	2.34
Disposals	-	-
Accumulated amortization as at March 31, 2022	19.52	19.52
Net carrying amount as at April 1, 2021	5.14	5.14
Net carrying amount as at March 31, 2022	2.80	2.80

Note :

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

₹ in Lakhs

TKM GLOBAL LOGISTICS LIMITED

Notes forming part of the Financial Statements for the year ended 31st March, 2023

6. RIGHT OF USE ASSETS	As at 31st March 2023	As at 31st March 2022
Net Carrying Amount of:		
Land & Buildings	1,168.82	293.15
Total Right of Use Assets	**1,168.82**	293.15

₹ in Lakhs

Right of use assets	As at March 31, 2023	
	Land & Buildings	Total Right-of-use Assets
Gross carrying amount as at April 1, 2022	351.63	351.63
Additions	1,114.38	1,114.38
Gross carrying amount as at March 31, 2023	**1,466.01**	**1,466.01**
Accumulated depreciation as at April 1, 2022	58.48	58.48
Charge for the Year	238.71	238.71
Accumulated depreciation as at March 31, 2023	**297.19**	**297.19**
Net carrying amount as at April 1, 2022	293.15	293.15
Net carrying amount as at March 31, 2023	1,168.82	1,168.82

₹ in Lakhs

Right of use assets	As at March 31, 2022	
	Land & Buildings	Total Right-of-use Assets
Gross carrying amount as at April 1, 2021	-	-
Additions	351.63	351.63
Gross carrying amount as at March 31, 2022	**351.63**	**351.63**
Accumulated depreciation as at April 1, 2021	-	-
Charge for the Year	58.48	58.48
Accumulated depreciation as at March 31, 2022	**58.48**	**58.48**
Net carrying amount as at April 1, 2021	-	-
Net carrying amount as at March 31, 2022	293.15	293.15

Note :

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

(ii) Lease Agreements of all the above leases are duly executed in the name of the Company.

(iii) Following are the changes in carrying value of lease liabilities

₹ in Lakhs

	As at 31st March 2023	As at 31st March 2022
Balance as at beginning of the year	**304.07**	**-**
Additions during the year	**1,114.38**	351.63
Finance costs during the year	**72.26**	14.62
Lease payments during the year	**275.58**	62.18
Balance as at end of the year	**1,215.13**	304.07
Current lease liabilities	**370.00**	96.38
Non-current lease liabilities	**845.13**	207.69

The table below provides details regarding the contractual maturities of lease liabilities as at March 31, 2023 on an undiscounted basis -

₹ in Lakhs

	As at 31st March 2023	As at 31st March 2022
Less than one year	370.00	96.38
One to five years	845.13	207.69
More than five years	-	-
Total	**1,215.13**	**304.07**

This note provides information for leases both where the Company is a Lessee. The Company leases warehouses. Rental contracts are typically made for fixed periods of 1 year to 5 years, but may have extension options as described below. For Company's policy relating to leases, see Note 2.5.

TKM GLOBAL LOGISTICS LIMITED

Notes forming part of the Financial Statements for the year ended 31st March, 2023

Following are the amounts recognised in the Statement of Profit and Loss:

in Lakhs

PARTICULARS	As at 31st March 2023	As at 31st March 2022
Interest expense (included in finance costs)	**72.26**	16.95
Expense relating to short-term leases (included in other expenses)	**19.61**	10.61
	91.87	23.99

The total cash outflow and cash inflow of leases for the year ended 31st March 2023 was ₹ 275.58 lakhs & ₹ Nil Lakhs (31st March 2022 was ₹ 90.68 lakhs & ₹ 31.35 Lakhs) respectively.

₹ in Lakhs

7. INVESTMENTS : NON-CURRENT	As at 31st March 2023	As at 31st March 2022
Investments Carried at Cost		
Investments in Equity Instruments of Subsidiary Companies (Unquoted)		
TKM Global GmbH, Germany	**110.64**	110.64
100 Shares of Euro 511.29 each, fully paid up		
[March 31, 2022: 100 Shares of Euro 511.29 each, fully paid up]		
TKM Global China Ltd, China	**438.78**	438.78
1 Share of USD 10,00,000, fully paid up		
[March 31, 2022: 1 Share of USD 10,00,000, fully paid up]		
	549.42	549.42
Aggregate value of Unquoted Investments	**549.42**	549.42

₹ in Lakhs

8. OTHER FINANCIAL ASSETS : NON-CURRENT	As at 31st March 2023	As at 31st March 2022
Unsecured, Considered Good		
Security Deposits	**159.84**	46.01
Deposits with Banks (With Maturity of more than 12 Months)	**-**	2.02
	159.84	48.03

₹ in Lakhs

9. NON-CURRENT TAX ASSETS (NET)	As at 31st March 2023	As at 31st March 2022
Advance Payment of Taxes*	**317.97**	701.21
	317.97	701.21
* Net of Provision for Taxes	**-**	560.00

₹ in Lakhs

10. OTHER NON-CURRENT ASSETS	As at 31st March 2023	As at 31st March 2022
Prepaid Expenses	**-**	0.04
	-	**0.04**

₹ in Lakhs

11. TRADE RECEIVABLES : CURRENT	As at 31st March 2023	As at 31st March 2022
Trade Receivable - Considered Good & Unsecured #	**1,266.08**	1,170.02
Trade Receivable - Credit Impaired	**60.50**	58.79
Trade Receivable Gross	**1,326.58**	1,228.81
Less: Loss Allowance on Trade Receivables	**60.50**	58.79
	1,266.08	1,170.02
# Includes Dues from Related Parties (Refer Note No.40)	**1,148.30**	934.61

TKM GLOBAL LOGISTICS LIMITED

Notes forming part of the Financial Statements for the year ended 31st March, 2023

₹ in Lakhs

Particulars	Outstanding for following periods from due date of payment as on 31st March 2023								
	Less than 6 months	6 months -1 year	1-2 Years	2-3 years	More than 3 years	Sub-Total	Unbilled Revenue	Receivable not yet due	Total
(i) Undisputed Trade receivables-considered good	727.98	33.91	-	-	-	761.89	-	504.19	1,266.08
(ii) Undisputed Trade Receivables-significant increase in credit risk	-	-	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables-credit impaired	-	1.08	7.96	0.90	5.72	15.66	-	-	15.66
(iv) Disputed Trade Receivables-considered good	-	-	-	-	-	-	-	-	-
(v) Disputed Trade Receivables-significant increase in credit risk	-	-	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables-credit impaired	-	-	-	-	44.84	44.84	-	-	44.84
Total	**727.98**	**34.99**	**7.96**	**0.90**	**50.56**	**822.39**	**-**	**504.19**	**1,326.58**

₹ in Lakhs

Particulars	Outstanding for following periods from due date of payment as on 31st March 2022								
	Less than 6 months	6 months -1 year	1-2 Years	2-3 years	More than 3 years	Sub-Total	Unbilled Revenue	Receivable not yet due	Total
(i) Undisputed Trade receivables-considered good	334.97	0.58	-	-	-	335.55	-	834.46	1,170.02
(ii) Undisputed Trade Receivables-significant increase in credit risk	-	-	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivables-credit impaired	0.40	6.94	0.90	2.93	2.78	13.95	-	-	13.95
(iv) Disputed Trade Receivables-considered good	-	-	-	-	-	-	-	-	-
(v) Disputed Trade Receivables-significant increase in credit risk	-	-	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables-credit impaired	-	-	-	-	44.84	44.84	-	-	44.84
Total	335.37	7.52	**0.90**	**2.93**	**47.62**	**394.34**	**-**	**834.46**	**1,228.81**

₹ in Lakhs

12. CASH AND CASH EQUIVALENTS	As at 31st March 2023	As at 31st March 2022
Balances with Banks		
In Current Account	**131.04**	200.22
In Deposit Account	**1,100.00**	450.00
	1,231.04	650.22

₹ in Lakhs

13. OTHER BANK BALANCES	As at 31st March 2022	As at 31st March 2021
Balances with Banks		
Fixed Deposits with Banks	**19.72**	166.95
	19.72	166.95

₹ in Lakhs

14. LOANS - CURRENT	As at 31st March 2023	As at 31st March 2022
Unsecured, Considered Good :		
Loan to Employees	**5.77**	3.55
	5.77	3.55

TMILL Group of Companies

TKM GLOBAL LOGISTICS LIMITED

Notes forming part of the Financial Statements for the year ended 31st March, 2023

₹ in Lakhs

15. OTHER FINANCIAL ASSETS : CURRENT	As at 31st March 2023	As at 31st March 2022
Unsecured, Considered Good		
Security Deposits	**9.72**	0.72
Interest Accrued on Fixed Deposits with Banks	**8.95**	6.08
	18.67	**6.80**

₹ in Lakhs

16. OTHER CURRENT ASSETS	As at 31st March 2023	As at 31st March 2022
Balance with Government Authorities @	**35.65**	49.65
Prepaid Expenses	**14.74**	15.96
Advance to Supplier/Service Providers	**37.57**	53.29
	87.96	118.90
Provision for Doubtful Advances	**(17.64)**	(17.64)
	70.32	101.26

'@ 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 Lakhs

17. EQUITY SHARE CAPITAL	As at 31st March 2023	As at 31st March 2022
(i) Authorised Share Capital 50,00,000 Equity Shares of ₹ 10 each (31st March 2022: 50,00,000 Equity Shares of ₹ 10 each)	**500.00**	500.00
(ii) Issued, Subscribed and Paid-up Share Capital 36,00,000 Equity Shares of ₹ 10 each, fully paid up (31st March 2022: 36,00,000 Equity Shares of ₹ 10 each, fully paid up)	**360.00**	360.00
	360.00	360.00

₹ in Lakhs

A Equity Share Capital	As at 31st March 2023	As at 31st March 2022
Balance at the beginning of the Year	**360.00**	360.00
Balance at the end of the Year	**360.00**	360.00

(i) Reconciliation of Shares

Equity Shares of ₹ 10 each	As at March 31, 2023		As at March 31, 2022	
	No. of shares (in Lakhs)	₹ in Lakhs	No. of shares (in Lakhs)	₹ in Lakhs
Balance at the beginning of the Year	**36.00**	**360.00**	36.00	360.00
Balance at the end of the Year	**36.00**	**360.00**	36.00	360.00

(ii) Terms and Rights attached to Equity Shares

The Company has one class of equity shares having a par value of Z10 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

	As at March 31, 2023 (in Lakhs)	As at March 31, 2022 (in Lakhs)
TM International Logistics Limited	**360.00**	360.00
	360.00	360.00

TKM GLOBAL LOGISTICS LIMITED

Notes forming part of the Financial Statements for the year ended 31st March, 2023

(iv) Details of Shareholding of promoters and Equity Shares held by Shareholders holding more than 5% of the aggregate shares in the company

	As at March 31, 2023		As at March 31, 2022	
	No. of shares (in Lakhs)	Percentage	No. of shares (in Lakhs)	Percentage
TM International Logistics Limited	**36.00**	**100.00**	36.00	100.00
	36.00	**100.00**	36.00	100.00

Note : There is no Change in Promoters shareholding during the current and previous period.

₹ in Lakhs

18. OTHER EQUITY	As at 31st March 2023	As at 31st March 2022
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	**2,729.77**	2,554.97
Profit for the Year	**2,635.02**	364.59
Other Comprehensive Income		
- Remeasurements of post-employment defined benefit obligation (net of tax)	**8.74**	10.21
Final Dividend on Equity Shares	**(2,500.00)**	(200.00)
Balance at the End of the Year	**2,873.53**	2,729.77
	2,879.17	2,735.41

₹ in Lakhs

19. LEASE LIABILITIES : NON-CURRENT	As at 31st March 2023	As at 31st March 2022
Lease Liabilities	**845.13**	207.69
	845.13	207.69

₹ in Lakhs

20. OTHER FINANCIAL LIABILITIES : NON-CURRENT	As at 31st March 2023	As at 31st March 2022
Liability for Employee's Family Benefit Scheme	**9.66**	-
	9.66	-

₹ in Lakhs

21. PROVISIONS- NON CURRENT	As at 31st March 2023	As at 31st March 2022
Provision for Employee Benefits		
Provision for Compensated Absences	**102.42**	113.39
	102.42	113.39

₹ in Lakhs

22. LEASE LIABILITIES : CURRENT	As at 31st March 2023	As at 31st March 2022
Lease Liabilities	**370.00**	96.38
	370.00	96.38

₹ in Lakhs

23. TRADE PAYABLES - CURRENT	As at 31st March 2023	As at 31st March 2022
Creditors for Supplies and Services - Micro Enterprises and Small Enterprises	**0.66**	5.54
Creditors for Supplies and Services - Others #	**412.73**	476.46
Creditors for Accrued Wages and Salaries	**123.59**	116.12
	536.98	598.12
# Includes Dues from Related Parties (Refer Note No.40)	**63.57**	5.13

TKM GLOBAL LOGISTICS LIMITED

Notes forming part of the Financial Statements for the year ended 31st March, 2023

₹ in Lakhs

Trade Payable Ageing	Outstanding for following periods from due date of payment as on March 31, 2023							
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Sub-Total	"Unbilled Trade Payable"	Trade payable - not yet due	Total
Undisputed Trade Payables								
Micro Enterprises and Small Enterprises	0.66	-	-	-	0.66	-	-	0.66
Others	119.69	3.63	2.39	-	125.71	285.23	125.38	536.32
Disputed Trade Payables								
Micro Enterprises and Small Enterprises	-	-	-	-	-	-	-	-
Others	-	-	-	-	-	-	-	-
Total	**120.35**	**3.63**	**2.39**	**-**	**126.37**	**285.23**	**125.38**	**536.98**

Trade Payable Ageing	Outstanding for following periods from due date of payment as on March 31, 2022							
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Sub-Total	"Unbilled Trade Payable"	Trade payable - not yet due	Total
Undisputed Trade Payables								
Micro Enterprises and Small Enterprises	-	-	-	-	-	-	5.54	5.54
Others	96.22	-	2.65	2.23	101.10	284.28	207.20	592.58
Disputed Trade Payables								
Micro Enterprises and Small Enterprises	-	-	-	-	-	-	-	-
Others	-	-	-	-	-	-	-	-
Total	**96.22**	**-**	**2.65**	**2.23**	**101.10**	**284.28**	**212.74**	**598.12**

₹ in Lakhs

24. OTHER FINANCIAL LIABILITIES - CURRENT	As at 31st March 2023	As at 31st March 2022
Security Deposit Received #	**170.56**	38.86
Liability for Employee's Family Benefit Scheme	**6.39**	-
	176.95	**38.86**
# Includes Dues from Related Parties (Refer Note No.40)	**170.56**	**38.86**

₹ in Lakhs

25. PROVISIONS - CURRENT	As at 31st March 2023	As at 31st March 2022
Provision for Employee Benefits		
Provision for Gratuity	**32.11**	40.16
Provision for Compensated Absences	**4.31**	1.89
	36.42	**42.05**

₹ in Lakhs

26. OTHER CURRENT LIABILITIES	As at 31st March 2023	As at 31st March 2022
Contract Liabilities #	**25.07**	13.43
Dues Payable to Goverment Authorities @	**10.04**	14.90
	35.11	**28.33**
# Includes Dues from Related Parties (Refer Note No.40)	2.71	1.09

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

₹ in Lakhs

27. REVENUE FROM OPERATIONS	For the period ended 31st March 2023	For the period ended 31st March 2022
Sale of Services		
i) Freight, Agency and Other Charges	**3,072.29**	7,472.03
ii) Warehousing	**1,566.81**	547.42
Other Operating Revenues		
i) Service Charge	**434.20**	405.12
	5,073.30	8,424.57

TKM GLOBAL LOGISTICS LIMITED

Notes forming part of the Financial Statements for the year ended 31st March, 2023

₹ in Lakhs

28. OTHER INCOME	For the period ended 31st March 20223	For the period ended 31st March 2022
Interest on Income Tax Refund	**76.10**	39.77
Interest Income	**38.49**	24.80
Dividend from Subsidiary	**2,381.99**	222.22
Other Non Operating Income	**0.61**	0.03
Income from Rental Services	**9.36**	6.36
Liabilities no longer required written back	**26.50**	30.05
Provision for Loss Allowance Written Back	**0.40**	-
Gain on Foreign Currency Transactions (Net)	**1.21**	22.93
	2,534.66	346.16

₹ in Lakhs

29. OPERATING EXPENSE	For the period ended 31st March 20223	For the period ended 31st March 2022
Freight, Documentation and Other Charges	**2,736.83**	6,947.82
Warehousing Expense	**1,013.87**	453.23
	3,750.70	7,401.05

₹ in Lakhs

30. EMPLOYEE BENEFITS EXPENSE	For the period ended 31st March 20223	For the period ended 31st March 2022
Salaries and Wages including Bonus	**622.86**	575.40
Contribution to Provident and Other Funds	**39.69**	46.79
Staff Welfare Expenses	**3.42**	2.17
	665.97	624.36

₹ in Lakhs

31. FINANCE COSTS	For the period ended 31st March 20223	For the period ended 31st March 2022
Unwinding of Discount- Lease Liabilities	**72.26**	16.95
Interest Expense	**-**	11.66
	72.26	28.61

₹ in Lakhs

32. OTHER EXPENSES	For the period ended 31st March 20223	For the period ended 31st March 2022
Power & Fuel	**3.21**	3.42
Rent	**19.61**	15.32
Repairs to Buildings	**0.89**	3.57
Repairs- Others	9.22	8.24
Insurance Charges	22.28	22.33
Rates and Taxes	**3.49**	4.35
Travelling Expenses	**9.70**	5.86
Corporate Social Responsibility Expenditure	**-**	14.78
Provision for Loss Allowances	**2.11**	13.47
Professional & Consultancy charges	**20.57**	20.92
Payment to Auditors (Refer Note below)	**11.83**	10.38
Miscellaneous Expenses	**22.56**	33.65
	125.47	156.29
32.1 Payment to Auditors		
As Auditors		
- Audit Fee	**5.50**	5.50
- Other Matters (including Certification)	**5.55**	4.55
- Out of Pocket Expenses	**0.78**	0.33
	11.83	10.38

Section 135 of the Act is not applicable to the Company. During the year ended 31st March, 2023, the Company has not made any expenditure towards Corporate Social Responsibility (31st March, 2022: Rs 14.78 lakhs)

TKM GLOBAL LOGISTICS LIMITED

Notes forming part of the Financial Statements for the year ended 31st March, 2023

₹ in Lakhs

33. INCOME TAX EXPENSE	For the Year ended 31st March 2023	For the Year ended 31st March 2022
A. Income Tax recognised in Profit or Loss		
Current Tax on Profits for the Year	108.06	21.92
Adjustments for Current Tax of Earlier Years	-	-
	108.06	21.92
B. Deferred Tax		
Origination and Reversal of Temporary Differences	**(8.82)**	94.54
	(8.82)	94.54

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

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

INCOME TAX EXPENSE	For the Year ended 31st March 2023	For the Year ended 31st March 2022
Profit Before Tax for the Year	2,734.26	481.05
Income Tax Expense calculated at 25.168% (2021-22: 25.168 %)	688.16	121.07
Effect of Expenses that are not Deductible in Determining Taxable Profit	0.03	(5.82)
Dividend Income not offered for tax	(599.50)	(50.34)
Effect on Deffered Tax Balances Due to Change in Income Tax Rate		0.33
Impact of change in statutory tax rates		52.50
Others	10.55	(1.28)
Income Tax Expense for the Year	**99.24**	**116.46**

The tax rate used in the reconciliations above is the corporate tax rate of 22% (31st March 2022: Tax Rate of 22%) plus surcharge and cess, where applicable.

₹ in Lakhs

34. DEFERRED TAX LIABILITIES (NET)	As at April 1, 2021	Charge/ Credit for the Year	As at, April 1, 2022	Charge/ Credit for the Year	As at March 31, 2023
Deferred Tax Liabilities					
Property, Plant & Equipment and Intangible assets	(88.14)	0.91	(87.23)	(1.84)	**(89.07)**
Lease Liability (net of ROU assets)	(2.83)	0.08	(2.75)	14.40	**11.65**
	(90.97)	**0.99**	**(89.98)**	**12.56**	**(77.42)**
Deferred Tax Assets					
Provision for Doubtful Debts & Advances	16.37	2.87	19.24	0.43	**19.67**
Leave Encashment & Gratuity	40.20	(1.08)	39.12	(4.17)	**34.95**
Mat Credit Entitlement	52.50	(52.50)	-	-	**-**
Unabsorbed Business Loss	44.82	(44.82)	-	-	**-**
	153.89	**(95.53)**	**58.36**	**(3.74)**	**54.62**
Deferred Tax (Charge) credit		**(94.54)**		**8.82**	
Deferred Tax (Liability) Asset (Net)	**62.92**		**(31.62)**		**(22.80)**

TKM GLOBAL LOGISTICS LIMITED

Notes forming part of the Financial Statements for the year ended 31st March, 2023

35. EARNINGS PER SHARE

35 Earnings per Equity Share	For the Year ended 31st March 2023	For the Year ended 31st March 2022
A Basic		
(i) Number of Equity Shares at the Beginning of the Year (in Lakhs)	**36.00**	36.00
(ii) Number of Equity Shares at the End of the Year (in Lakhs)	**36.00**	36.00
(iii) Weighted Average Number of Equity Shares		
Outstanding during the Year (in Lakhs)	**36.00**	36.00
(iv) Face Value of each Equity Share (₹)	**10.00**	10.00
(v) Profit attributable to the Equity Shareholders (₹ in Lakhs)	**2,635.02**	364.59
(vi) Basic Earnings per Equity Share [(v) / (iii)] (₹)	**73.20**	10.13
B Diluted		
(i) Dilutive Potential Equity Shares	**-**	-
(ii) Dilutive Earnings per Equity Share (Same as (A) (vi) above)	**73.20**	10.13

36 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 ₹ 25.07 Lakhs (31st March 2022: ₹ 23.84 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.

TKM GLOBAL LOGISTICS LIMITED

Notes forming part of the Financial Statements for the year ended 31st March, 2023

Defined Benefit : Funded : Gratuity : Net Obligation

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

Gratuity Plan (Funded)	For the year ended 31st March 2023	For the year ended 31st March 2022
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	**165.67**	159.57
b. Current Service Cost	**10.70**	11.51
c. Interest Expense	**10.65**	10.38
d. Remeasurement Losses		
Actuarial (Gain) / Loss arising from changes in Experience Adjustments	**(3.84)**	(5.06)
Actuarial (Gain) / Loss arising from changes in Financial Assumptions	**(7.39)**	(1.57)
e. Benefits Paid	**(18.03)**	(9.17)
f. Present Value of Obligation at the End of the Year	**157.76**	165.66
2. Reconciliation of Opening and Closing balances of the Fair Value of the Plan Assets:		
a. Fair value of Plan Assets at the Beginning of the Year	**125.50**	115.07
b. Interest Income	**8.24**	7.56
c. Return on Plan Assets, excluding Amounts included in Interest Income	**9.48**	5.03
d. Contributions from Employer	**0.45**	7.02
e. Benefits Paid	**(18.03)**	(9.17)
f. Fair value of Plan Assets at the End of the Year	**125.64**	**125.50**
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	**157.76**	165.66
b. Fair Value of Plan Assets at the End of the Year	**125.64**	125.50
c. Liabilities recognized in the Balance Sheet	**32.11**	40.16
Provision for Employee Benefit - Current (Refer Note 25)	**32.11**	40.16
4. Expense Recognised in the Statement of Profit and Loss during the Year		
a. Service Cost	**10.70**	11.51
b. Net interest cost	**2.41**	2.82
Total Expense Recognized in the Statement of Profit & Loss during the Year	**13.11**	14.33
5. Expense Recognised in Other Comprehensive Income		
(a) Actuarial (Gain)/ Loss due to DBO Experience	**(3.84)**	(5.06)
(b) Actuarial Gain due to DBO Assumption Changes	**(7.39)**	(1.57)
(c) Actuarial (Gain) / Loss during the Year (a+b)	(11.23)	(6.63)
(d) Return on Plan Assets (excluding amounts included in Interest Income above)	(0.45)	(7.02)
(e) Total (Income) / Expense Recognised in Other Comprehensive Income (c+d)	**(11.68)**	(13.65)
	(11.68)	(13.65)
6. Category of Plan Assets:		
(a) Funded with LICI	**100%**	100%

Notes forming part of the Financial Statements for the year ended 31st March, 2023

Gratuity Plan (Funded)	For the year ended 31st March 2023	For the year ended 31st March 2022
7. Maturity Profile of Defined Benefit Obligation		
a. Within 1 year	**7.26**	3.29
b. 1-2 years	**4.08**	22.76
c. 2-5 years	**36.87**	17.19
d. Over 5 years	**97.93**	89.05
8. Principal Assumptions		
a. Discount Rate (per annum)	**7.30%**	6.80%
b. Salary Escalation (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		
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 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.

Defined Benefit : Funded : Gratuity : Actuarial Assumptions - Sensitivity Analysis

Effective of change	For the year ended March 31, 2023		For the year ended March 31, 2022	
	Discount Rate	Salary Escalation	Discount Rate	Salary Escalation
Increase by 1%				
(i) Aggregate Service and Interest Cost	**(13.43)**	**13.15**	(14.58)	14.71
(ii) Closing Balance of Obligation	**144.33**	**170.91**	151.08	180.37
Decrease by 1%				
(i) Aggregate Service and Interest Cost	**15.28**	**(12.53)**	16.74	(13.59)
(ii) Closing Balance of Obligation	**173.04**	**145.23**	182.40	152.07

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

10. The Company expects to contribute **₹ 32.11 Lakhs** (31st March 2022 - ₹ 40.16 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 2023 is 10 years (31st March 2022 – 10 years).

(iii) Leave Obligations

The Company provides for accumulation of leave by certain categories of its employees. These employees can carry forward a portion of the unutilised leave balances and utilise it in future periods or receive cash (only in case of earned leave) in lieu thereof as per the Company's policy. The Company records a provision for leave obligations in the period in which the employee renders the services that increases this entitlement. The total provision recorded by the Company towards this obligation was ₹ 106.73 Lakhs and ₹ 115.28 Lakhs as at 31st March 2023 and 31st March 2022 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.

37. FAIR VALUE MEASUREMENTS

Notes forming part of the Financial Statements for the year ended 31st March, 2023

(a) Financial Instruments by Category

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

₹ in Lakhs

Particulars	Note No.	31st March 2023	31st March 2022
Financial Assets			
Assets Carried at Amortised Cost			
Loans	14	**5.77**	3.55
Trade Receivables	11	**1,266.08**	1,170.02
Other Financial Assets	8, 15	**178.51**	54.83
Cash and Cash Equivalents	12	**1,231.04**	650.22
Other Bank Balances	13	**19.72**	168.97
Total Financial Assets		**2,701.12**	**2,047.59**
Financial Liabilities			
Liabilities Carried at Amortised Cost			
Trade Payables	23	536.98	598.12
Lease Liabilities	19, 22	**1,215.13**	304.07
Other Financial Liabilities	20, 24	**186.61**	38.86
Total Financial Liabilities		**1,938.72**	**941.05**

(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 2022.

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

(c) Fair Value Hierarchy

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

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices.

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

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

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

38. FINANCIAL RISK MANAGEMENT

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

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

(a) Credit Risk:

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

Trade Receivables

Trade receivables are typically unsecured and are derived from revenue earned from customers. Customer credit risk is managed centrally and is subject to the Company's policy and procedures which involve credit approvals, establishing credit limits and continually monitoring the credit worthiness of customers to which the Company grants credit terms in the normal course of business. Outstanding customer receivables are regularly monitored. The Company uses expected credit loss model to assess the impairment loss. The Company uses a provision matrix to compute the expected credit loss allowance for trade receivables. The provision matrix takes into account available external and internal credit risk factors and the Company's historical experience with customers. For details of major customers accounting for more than 10% of revenue from external customer, refer Note 42(iv).

Other Financial Assets

Credit risk from balances with banks, term deposits, loans and investments is managed by Company's finance department. Investments of surplus funds are made only with approved counterparties who meet the minimum threshold requirements.

Financial Assets that are Neither Past Due Not Impaired

None of the Company's cash equivalents with banks, loans and investments were past due or impaired as at 31st March 2023 and 31st March 2022. Of the total trade receivables,₹ 504.19 Lakhs as at 31st March 2023 and ₹ 834.46 Lakhs as at 31st March 2022 consisted of customer balances that were neither past due nor impaired.

Financial Assets that are Past Due but Not Impaired

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

Credit Risk : Ageing of past-due trade receivables

₹ in Lakhs

Period (in days)	As at 31st March 2023	As at 31st March 2022
1-90 days	**660.72**	332.85
91-180 days	**67.26**	2.52
More than 180 days	**33.91**	0.19
	761.89	**335.56**

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 Provision for Loss Allowance - Trade receivables

Provision for Loss Allowance - Trade receivables	As at 31st March 2023	As at 31st March 2022
Balance at the beginning of the Year	**58.79**	45.32
Provision made during the Year	**2.11**	13.47
Provision written back / reversed during the Year	**(0.40)**	-
Balance at the end of the Year	**60.50**	**58.79**

(b) Liquidity Risk:

Liquidity risk is the risk that the Company may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses. The Company's objective is to, at all times maintain optimum levels of liquidity to meet its cash and collateral requirements. The Company closely monitors its liquidity position and maintains adequate sources of financing.

Maturities of Financial Liabilities

The table below analyse Company's financial liabilities into relavant maturity groupings based on their contractual maturities.The amount disclosed in the table are the contractual undiscounted cash flows.

₹ in Lakhs

Contractual Maturities of Financial Liabilities	As at 31st March 2023				
	Upto 1 Year	1 Year to 3 Years	3 Years to 5 Years	More than 5 Years	Total
Trade Payables	536.98	-	-	-	536.98
Lease Liabilities	370.00	845.13	-	-	1,215.13
Other Financial Liabilities	176.95	9.66	-	-	186.61
Total	1,083.93	854.79	-	-	1,938.72

Contractual Maturities of Financial Liabilities	As at 31st March 2022				
	Upto 1 Year	1 Year to 3 Years	3 Years to 5 Years	More than 5 Years	Total
Trade Payables	598.12	-	-	-	598.12
Lease Liabilities	96.38	207.69	-	-	304.07
Other Financial Liabilities	38.86	-	-	-	38.86
Total	**733.36**	**207.69**	-	-	941.05

(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 2023		As at 31st March 2022	
	Foreign currency in Lakhs	₹ in Lakhs	Foreign currency in Lakhs	₹ in Lakhs
SGD	**-**	**0.26**	-	0.03
USD	**0.22**	**17.68**	0.41	29.86

Payable in Foreign Currency	As at 31st March 2023		As at 31st March 2022	
	Foreign currency in Lakhs	₹ in Lakhs	Foreign currency in Lakhs	₹ in Lakhs
CAD	**-**	**-**	0.04	2.45
EUR	**0.55**	**49.60**	0.03	2.70
GBP	**0.03**	**2.76**	0.01	1.30
JPY	**-**	**-**	54.89	36.90
SGD	**-**	**-**	-	0.13
USD	**0.68**	**57.13**	0.43	33.08

Notes forming part of the Financial Statements for the year ended 31st March, 2023

(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 2023	31st March 2022	31st March 2023	31st March 2022
CAD Sensitivity				
INR/CAD - Increase by 10% *	-	-	-	(0.25)
INR/CAD - Decrease by 10% *	-	-	-	0.25
EUR Sensitivity				
INR/EUR - Increase by 10% *	-	-	**(4.96)**	(0.27)
INR/EUR - Decrease by 10% *	-	-	**4.96**	0.27
GBP Sensitivity				
INR/GBP - Increase by 10% *	-	-	**(0.28)**	(0.13)
INR/GBP - Decrease by 10% *	-	-	**0.28**	0.13
JPY Sensitivity				
INR/JPY - Increase by 10% *	-	-	-	(3.69)
INR/JPY - Decrease by 10% *	-	-	-	3.69
SGD Sensitivity				
INR/SGD - Increase by 10% *	**(0.03)**	(0.00)	-	(0.01)
INR/SGD - Decrease by 10% *	**0.03**	0.00	-	0.01
USD Sensitivity				
INR/USD - Increase by 10% *	**(1.77)**	2.99	**(5.71)**	(3.31)
INR/USD - Decrease by 10% *	**1.77**	(2.99)	**5.71**	3.31

* Holding all other variables constant

(b) Interest Rate Risk :

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company has no borrowings outstanding as at the year end. The Company's investments in term deposits with bank are carried at amortised cost. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of changes in market interest rates.

39. CAPITAL MANAGEMENT

a) Risk Management

The Company's objectives when managing capital are to

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

In order to maintain or adjust the capital structure, the Company may return capital to shareholders, issue new shares or sell assets to reduce debt.

The Company monitors capital on the basis of the net debt to equity ratio. Net debt are long-term and short-term debts as reduced by cash and cash equivalents. Total Equity is as disclosed in balance sheet (Note 17 and 18). 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 2023	As at 31st March 2022
Net Debt	-	-
Total Equity	**3,239.17**	3095.41
Net Debt to Equity Ratio	0.00%	10.41%

b) Dividend on Equity Share

The Board of Directors have recommended a dividend of ₹ 55.56 per share for the year ended 31st March,2023 (31st March 2022: ₹ 75 per share).

Notes forming part of the Financial Statements for the year ended 31st March, 2023

40. LIST OF RELATED PARTIES AND RELATIONSHIP

a) Entities with Joint Control or 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 the following Subsidiary Companies:

Name	Type	Place of Incorporation
TKM Global GmbH	Wholly Owned Subsidiary	Germany
TKM Global China Limited	Wholly Owned Subsidiary	China

c) The Company has the following Fellow Subsidiaries with which Transactions have taken place during the Current/ Previous Period

(1) Indian Steel & Wire Products Limited
(2) International Shipping and Logistics FZE
(3) Tata Metaliks Limited
(4) The Tinplate Company of India Limited
(5) Jamshedpur Continuous Annealing & Processing Company Private Limited
(6) Tata Steel Long Products Limited
(7) Tata Steel Mining Limited

(d) Key Managerial Personnel of the Company

Name	Relationship
Mr. Dinesh Shastri	Non-Independent Non-Executive Director
Mr. Amar Patnaik	Non-Independent Non-Executive Director
Mr. Anand Chand (till 15th November 2021)	Non-Independent Non-Executive Director
Mr. Nandan Nandi (from 16th November 2021)	Non-Independent Non-Executive Director
Mr. Sandeep Bhattacharya (from 2nd March 2022 till 3rd January 2023)	Non-Independent Non-Executive Director

Transactions with Related Parties during the period and Balances Outstanding at the Year-end. ₹ in Lakhs

Particulars	Entity with Joint Control of Holding Company	Holding Company	Subsidiary Companies	Fellow Subsidiaries	Total
Transactions					
Rendering of Services	**1,860.08**	**872.91**	**100.47**	**1,197.24**	**4,030.70**
	(2,570.49)	(840.56)	(79.64)	(2,033.49)	(5,524.18)
Receiving of Services	-	**18.68**	**163.07**	-	**181.75**
	-	(36.24)	(290.56)	-	(326.80)
Dividend Received	-	-	**2,551.99**	-	**2,551.99**
	-	-	(222.00)	-	(222.00)
Reimbursement Received	-	**77.72**	**52.96**	**1.08**	**131.76**
	-	(12.73)	(10.99)	-	(23.72)
Reimbursement Paid	-	**22.60**	-	-	**22.60**
	-	(19.98)	-	-	(19.98)
Rental Income	-	**9.36**	-	-	9.36
	-	(10.12)	-	-	(10.12)
Rental Expense	-	**12.70**	-	-	**12.70**
	-	-	-	-	-
Dividend Paid	-	**2,500.00**	-	-	**2,500.00**
	-	(200.00)	-	-	(200.00)

TKM GLOBAL LOGISTICS LIMITED

Notes forming part of the Financial Statements for the year ended 31st March, 2023

Balances Outstanding as at 31st March 2023					
Trade Receivables	**692.86**	**89.11**	**40.39**	**325.94**	**1,148.30**
	(629.23)	(99.30)	**(24.67)**	**(181.41)**	(934.61)
Security Deposit Received	**-**	**170.56**	**-**	**-**	**170.56**
	-	(38.86)	-	-	(38.86)
Trade Payables	**-**	**-**	**63.57**	**-**	**63.57**
	-	-	(5.13)	-	(5.13)
Contract Liabilities	**0.30**	**0.11**	**1.62**	**0.68**	**2.71**
	(0.30)	(0.11)	-	(0.68)	(1.09)

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

41. CONTINGENCIES

₹ in Lakhs

Contingent Liabilities	As at 31st March 2023	As at 31st March 2022
Claims against the company not acknowledged as Debts		
Service Tax	**6,677.63**	6,677.63
Income Tax	**142.01**	142.01
Others	**49.87**	49.87
	6,869.51	6,869.51

The details of material litigations are as described below:

Taxes and Other Claims

The Service Tax Department has raised the demand for ₹ 6,677.63 Lakhs (31st March 2022: ₹ 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.

42. 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 2023	For the Year ended 31st March 2022
Income from Freight, Agency and Other Charges	**3,072.29**	7,472.03
Income from Warehousing	**1,566.81**	547.42
Income from Service Charges	**434.20**	405.12
	5,073.30	8,424.57

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 2023	For the Year ended 31st March 2022
India	**4,939.38**	8,153.04
Rest of the World	**133.92**	271.53
	5,073.30	8,424.57

TKM GLOBAL LOGISTICS LIMITED

Notes forming part of the Financial Statements for the year ended 31st March, 2023

(iii) All non-current assets of the Company (excluding Investments) 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 2023	For the Year ended 31st March 2022
Tata Steel Limited	**2,614.26**	1,807.73
Tata Steel Long Products Limited	*	1,145.67
TM International Logistcs Limited	**858.78**	*

* Transactions with the above customers during the year are less than 10% of revenue from external customers

43. MSME

A Based on and to the extent of information obtained from suppliers regarding their status as Micro, Small or Medium Enterprises under the Micro, Small and Medium Enterprises Development Act, 2006 there is ₹ 0.77 Lakhs as at 31st March 2023 (₹ 5.75 Lakhs as at 31st March 2022) 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.

₹ in Lakhs

	B Details Of Dues To Micro And Small Enterprises (MSE's)	As at 31st March 2023	As at 31st March 2022
1	The Principal amount and Interest due thereon remaining unpaid to any supplier at the end of the accounting year		
	- Principal amount	0.66	5.54
	- Interest due thereon	0.08	0.21
2	The amount of interest paid by the buyer in terms of Section 16 of the MSMED Act, 2006 along with the amount of the payment made to the supplier beyond the appointed day during the year		
	- Principal amount	-	-
	- Interest due thereon	-	-
3	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under this Act		
	- Principal amount	-	-
	- Interest due thereon	0.03	0.21
4	The amount of interest accrued and remaining unpaid - at the end of the accounting year	0.11	-
5	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest due on above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under Section 23 of the MSMED Act, 2006.	-	-
	The above particulars, as applicable, have been given in respect of MSE's to the extent they could be identified on the basis of the information available with the Company.		

TKM GLOBAL LOGISTICS LIMITED

Notes forming part of the Financial Statements for the year ended 31st March, 2023

44. RATIO DISCLOSURES

Ratio Disclosures	Numerator	Denominator	As at March 31, 2023	As at March 31, 2022	% change as compared to March 31, 2022	Reasons for variance more than 25%
(a) Current Ratio (times)	Current Assets	Current Liabilities	2.26	2.61	-13%	-
(b) Debt-Equity Ratio (times)	Total Debt	Shareholder's Equity	0%	-	0%	-
(c) Debt Service Coverage Ratio (times)	Earnings available for debt services	Interest +Instalments	-	-	0%	-
(d) Return on Equity Ratio (%) *	Profit after tax	Total equity	81%	12%	578%	Primarily due to Dividend Income from Subsidiary of Rs. 2381.99 Lakhs
(e) Inventory turnover ratio (days) ***	Average Inventory*365	Revenue from operations	-	-	0%	-
(f) Trade Receivables turnover ratio (days)	Average Accounts Receivable* 365	Revenue from operations	91.92	51.84	77%	Increase in Warehousing Debtors and decrease in Revenue(due to reducedfreight rate)
(g) Trade payables turnover ratio (days) **	Average Accounts Payable *365	Operating Expense	43.57	21.36	104%	Increase in Warehousing Vendors and decrease in Operating expenses (due to reduced freight rate)
(h) Net capital turnover ratio (days)	Average working capital = Current assets (-) Current liabilities *365	Revenue from operations	104.76	56.11	87%	The incraese in Net Capital Turnover Ratio (days) is mainly due to decrease in revenue from operations
(i) Net profit ratio (%) *	Profit after tax	Revenue from operations	52%	4%	1198%	Primarily due to Dividend Income from Subsidiary of Rs. 2381.99 Lakhs
(j) Return on Capital employed (%) *	Profit before Interest and tax	Total equity	87%	5%	1633%	Primarily due to Dividend Income from Subsidiary of Rs. 2381.99 Lakhs
(k) Return on investment (%) *	Profit after tax	Investment	82%	12%	580%	Primarily due to Dividend Income from Subsidiary of Rs. 2381.99 Lakhs

45. IMPACT OF COVID-19

The Company has made detailed assessment of its liquidity position including its cash flows, business outlook and of the recoverability and carrying value / amount of its assets, including but not limited to Property, Plant and Equipment, Intangible Assets, Trade Receivables and Investments as at the Balance sheet date, and has concluded that there are no material adjustments required in the Condensed Financial Statements. Major customers comprise of Tata Steel Limited and its group companies. Hence, the Company believes its receivable carries lower credit risk.

46. The Company has long-term contracts as at March 31, 2023 for which there were no material foreseeable losses. The Company did not have derivative contracts as at March 31, 2023.

47. 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, 2023

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

49. The Company has not traded or invested in crypto currency or virtual currency during the year ended March 31, 2023.

50. The Company has no undisclosed income transactions in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

51. The Company has not granted loans to its promoters, directors, KMPs and the other related parties (as defined under the Companies Act, 2013) which are repayable on demand or without specifying any terms or period of repayment or any other loans or advance in the nature of loans.

TKM GLOBAL LOGISTICS LIMITED

Notes forming part of the Financial Statements for the year ended 31st March, 2023

52. (a) No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

52. (b) No funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

53. Previous year figures have been recasted/restated wherever necessary including those as required in line with amendments in Schedule III.

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

Dhiraj Kumar
Partner
Membership Number : 060466

Place : Kolkata
Date : April 12, 2023

For and on behalf of the Board of Directors

Dinesh Shastri
Chairman
DIN: 02069346

Nandan Nandi
Director
DIN: 09364725

NOTES

International Shipping and Logistics FZE

INTERNATIONAL SHIPPING AND LOGISTICS FZE

CORPORATE INFORMATION

Board of Directors
(As on 1st April, 2023)

Chairman
Mr. Dinesh Shastri

Directors
Mr. Guenther Hahn
Mr. Sandeep Bhattacharya

Director & Chief Executive Officer
Capt. S.R. Patnaik

Registered Office
Office No. FZJOB1205
Jebel Ali Free Zone
Jafza One
P.O. Box 18490
Dubai, U.A.E

Branch Office
Jumeriah Business Centre 5
Cluster W
Office No. 1604 to 1606
Jumeriah Lakes Towers
P.O. Box: 18490
Dubai, U.A.E

Tel: 00971-4-4508953
Fax: 00971-4-4508941

Management Team
Capt. S.R. Patnaik- Director & CEO
Capt. Sudhir Kunnath- Head- Operations
Mr. Dipak Panda- Sr. Manager – Finance & Accounts
Mr. Partha Sarthi Pal- Head- Commercial & Projects

Auditors
M/s. Pannell Kerr Forster, Chartered Accountants

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

INTERNATIONAL SHIPPING AND LOGISTICS FZE

DIRECTORS' REPORT

INTERNATIONAL SHIPPING AND LOGISTICS FZE

TO THE MEMBERS,

The Directors hereby present their Eighteenth report on the business and operations of the Company and the audited financial account for the year ended 31st March, 2023.

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	31.03.2023 Amount in ₹	31.03.2023 Amount in USD	31.03.2022 Amount in ₹	31.03.2022 Amount in USD
(a)	Revenue	6,081,225,864	75,740,256	7,348,942,956	98,833,768
(b)	Less: Direct Costs	5,245,942,286	65,336,993	6,687,845,710	89,942,86c6
(c)	**Profit from Operating Activities**	**835,283,578**	**10,403,263**	**661,097,244**	**8,890,902**
(d)	Less: Administrative & Other expenses	206,241,179	2,568,686	170,470,239	2,292,604
(e)	Add: Interest on Fixed Deposit & Other operating Income	62,882,023	783,181	7,818,076	105,143
(f)	**EBDITA**	**691,924,421**	**8,617,758**	**498,445,081**	**6,703,441**
(g)	Less: Depreciation	185,779,939	2,313,846	124,988,983	1,680,940
(j)	**Profit After Tax for the year**	**506,144,482**	**6,303,912**	**373,456,098**	**5,022,501**

During the year under review, total revenue of the Company was USD 75.74 million (Rs. 6,081.22 million) as against USD 98.83 million (Rs. 7,348.94 million) for the previous year. The Company made a profit of USD 6.30 million (Rs. 506.14 million) as against net profit of USD 5.02 million (Rs. 373.46 million) in the previous year.

MARKET REPORT:

Following a robust start of the year, the dry bulk market declined from mid-year towards year-end in 2022. The Baltic Dry Index averaged at 1670 in Apr 22 -Mar 2023, 45% lower than the in the same period 2021-22. The high market volatility seen in 2021 continued into 2022 given the war in Ukraine, effects of sanctions on Russia, remaining COVID-19 disruption and macroeconomic uncertainties in general. Western sanctions on Russia have resulted in longer distance for global trades which led to an increase in tonne miles. More commodities were imported from the Pacific by the European countries to replace Russian supply.

The Black Sea market recovered marginally after shipments resumed from Russian Black Sea ports while Ukrainian ports were still blocked. Western sanctions on Russian cargo spurred strong cargo demand from the rest of the world, especially from the Americas. Coal demand from EU has been extremely strong during 2H 2022 amid the ongoing sanctions on Russia and it looks likely to continue through 2023, lending support to the Pacific market.

Iron ore and steel shipments from India took a hit in the first half of the year due to the hike of export tariffs by the government in May. The hefty export tax on iron ore and steel was rolled back in Q3 2022 and the export volume is expected to recover to pre-pandemic levels in 2023.

Covid restrictions in China led to softening of its industrial production and thus raw material demand was low although economic outlook remains positive for 2023 when the country recovers from the pandemic.

The global dry bulk fleet is estimated to have grown by 2.8% (23.7mdwt) in 2022, bringing the total fleet to 976 mdwt. Current orderbook stands at 71mdwt (7% of fleet) while 33 mdwt (3.4% of fleet) is expected to hit the waters in 2023. Meanwhile, the global dry bulk trade is expected to improve significantly from a 1.3% contraction in 2022 to a 1.6% growth in 2023, although the growth rate would still likely be lower than the fleet growth. Consequently, the global dry bulk market is expected to face continued headwinds before starting another upward cycle towards the end of 2023.

The Major trends affecting shipping are Decarbonisation, Geopolitical complexity, Digitalisation and Market volatility.

OPERATIONAL REVIEW

Historically the market has been higher in the second half of the year and ISL's performance too , offering increased opportunities on the back of seasonality. However, this did not recur this year due to lower economic growth. Despite the challenges, because of an agile business model and strong operating process, ISL has been able to manage uncertainty in the market and maintain good performance. This has been due to due diligence while fixing and executing every business .

ISL has a highly diversified customer base with a broad cargo mix and diverse geographical footprint. During FY 2022-23, the company conducted business with almost 33 different cargo customers. This year too, Coal takes the largest share of the cargo pie and Panamax segment has been the largest in terms of vessel segments. Our Indian Coastal business continues to be the dominating trade lane and ISL continues to be the most dominant player on the Indian Coast. Our Loss-making percentage has been the lowest due to the stringent checks and balances in place. Our debtor management has been efficient and over-due debtors (more than 45 days) is the lowest in the last 5 years. The Company's PAT and contribution is the highest ever in INR Terms.

M.V. ISL Star completed its Dry Docking within the budgeted cost and no. of days, despite stringent COVID measures in China. About 400 MT of Steel was renewed during the dry docking. Vessel remained continuously deployed despite market volatility. ISL Star has a minimal of 2.90 Days of off-hire in the full year. M.V Subarnarekha was engaged in worldwide tramping for more than half the year and in the latter part of the year she ran the Indian Coastal and performed well with no off-hires. For both our owned vessels the operational costs were kept under strict control which was made possible due to close monitoring and liaising with the technical Managers. Both vessels had Nil detention on account of port/ PSC /Class/ Flag state inspection and CII ratings for both vessel is category "C".

ISL's performance was a combination of operational expertise in dry bulk shipping with portfolio and risk management techniques. Given the diversity and complexity of the markets in which ISL operates, the company is exposed to a number of risks. In addition to the market risks associated with its chartering and Owning activity, the company is also exposed to counterparty risk, credit risk, currency risk, operational risk and liquidity risk.

ISL operates with clearly defined risk parameters and has implemented measures and internal control routines to mitigate risks or respond to risks to mitigate potential consequences. It has developed a strong risk management culture that emphasizes risk awareness in all decisions.

In 2023, Volume will depend on market circumstances and opportunities, although the company has a clear ambition to increase activity. A slowdown in the world economy is expected in line with widespread market uncertainty. The dry cargo market is therefore expected to face further headwinds, compounded by less container market spill over effect and lower growth in global commodity volumes transported. Chinese trade levels expected to improve but will not offset overall market developments.

BOARD OF DIRECTORS

During the year under review, Mr. Nandan Nandi has been appointed as a Director on the Board w.e.f 5th July, 2022 and Mr. Sandeep Bhattacharya - Director had resigned from the Board w.e.f 3rd January, 2023.

As on date, Mr. Dinesh Shastri, Mr. Guenther Hahn, Capt. S. R Patnaik and Mr Nandan Nandi continued as Directors on the Board of the Company.

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

During the financial year ended 31st March, 2023, 4 (Four) meetings of the Board of Directors of the Company were held.

AUDITORS

The Auditors of the Company, M/s. Pannell Kerr Forster, Chartered Accountants, have offered themselves for re-appointment.

ACKNOWLEDGEMENT

The Directors wish to take the opportunity to place on record their sincere appreciation and gratitude for the continued assistance, support and co-operation extended by all the customers, vendors, business partners, Government Authorities, Bankers, TM International Logistics Ltd., the holding company and other business associates for their continued support during the year. We place on record our appreciation of the contribution made by our employees at all levels.

For and on behalf of the Board

Dinesh Shastri
Chairman

Place : Dubai
Date : 6th April, 2023

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 AUDIT OF THE SPECIAL PURPOSE FINANCIAL STATEMENTS

Opinion

We have audited the accompanying special purpose financial statements of **INTERNATIONAL SHIPPING AND LOGISTICS FZE** (the "Establishment"), which comprise the Balance Sheet as at 31 March 2023, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the special purpose financial statements, including a summary of significant accounting policies.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid special purpose financ ial 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 2023, 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.

Basis for Opinion

We conducted our audit of the special purpose financ ial 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 special purpose financial statements are free from material misstatement. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the special purpose financial statements .

Emphasis of Matter

We draw attention to note 1(d) to the special purpose financial statements, which states that these special purpose financial statements are prepared for the purpose of providing information to the shareholder and preparation of its consolidated financial statements and hence, may not be suitable for another purpose. Our report is intended solely for the shareholder and should not be distributed or used by parties other than the shareholder . Our opinion is not modified in respect of this matter.

Management's Responsibility for the special purpose 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 special purpose 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 special purpose financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the special purpose 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

Management is responsible for overseeing the Company's financial reporting process.

Auditor's Responsibility for the Audit of the Special Purpose Financial Statements

Our objectives are to obtain reasonable assurance about whether the special purpose 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 special purpose financial statements.

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 special purpose 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 Establishment'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 special purpose 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 Establishment to cease to continue as a going concern.
- Evaluate the overall presentation , structure and content of the special purpose financial statements, including the disclosures , and whether the special purpose financial statements represent the underlying transactions and events in a manner that gives a true and fair view.

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.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A", statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by section 143(3) of the Act, based on our audit we report, to the extent applicable that:
   a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
   b) in our opinion, proper books of account as required by law have been kept by the Establishment so far as it appears from our examination of those books;
   c) the Balance Sheet,the Statement of Profit and Loss (including Other Comprehensive Income), the 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 special purpose 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 2023, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2023, from being appointed as a director in terms of Section 164(2) of the Act;
   f) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
      i. the Establishment did not have any pending litigations;
      ii. the Establishment did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses ; and
      iii. there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Establishment.

For PKF

S. D. Pereira
Partner
Registration No. 552
Dubai, United Arab Emirates
6 April 2023

"Annexure – A" to the Independent Auditor's Report

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

(i) (a) (A) The Establishment has maintained proper records showing full particulars, including quantitative details and situation of Property, plant and equipment;

(B) The Establishment doesn't have any intangible assets and hence reporting under clause (i) (a) (B) of the said Order is not applicable.

(b) The Property, plant and equipment have been physically verified during the year by the management in accordance with a regular program of verification. According to the information and explanations given to us, no material discrepancies were noticed on verification.

(c) According to the information and explanations given to us and the records examined by us and based on the examination of the sale deed/complet ion and possession certificate provided to us, we report that, the title deeds, comprising all the immovable properties disclosed in the special purpose financial statements are held in the name of the Establishment as at the balance sheet date.

(d) The Establishment has not revalued its property , plant and equipment during the year.

(e) According to the information and explanations given to us and the records examined by us, no proceedings have been initiated or pending against the Establishment for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder .

(ii) (a) As explained to us, inventories were physically verified during the year by the management at reasonable intervals, in our opinion the coverage and procedure of such verification by the management is appropriate; no material discrepancies were noticed on physical verification.

(b) The Establishment doesn't have any facilities from banks or financial institutions and hence reporting under clause (ii) (b) of the said Order is not applicable.

(iii) According to the books and records maintained by the Establishment and the information and explanations given to us, the Establishment has not made any investment in, neither provided any guarantee or security nor granted any loans or advances in the nature of loans, secured or unsecured to companies, firms, Limited Liability Partnership or any other parties.

(iv) As the Establishment has not granted any loans, made investments or provide guarantees and security hence reporting under clause (iv) of the said Order is not applicable.

(v) In our opinion and according to the information and explanations given to us, the Establishment has not accepted any deposits from the public.

(vi) To the best of our knowledge and as explained, the CentralGovernment has not prescribed maintenance of cost records under sub-section (1) of section 148 of the Act,for the services of the Establishment.

(vii) (a) The Establishment has generally been regular in depositing undisputed statutory dues, including Goods and Service Tax, provident fund, employees' state insurance, income-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other material statutory dues applicable to it to the appropriate authority.

(b) According to the records of the Establishment, the dues outstand ing of Goods and Service Tax, provident fund,employees' state insurance, income-tax, service tax, duty of customs, duty of excise, value added tax, cess on account of any dispute, are as follows:

Name of the statue	Nature of dues	Amount (US$)	Period to which the amount relates	Forum where dispute is pending
The Income Tax Act, 1961	Additional tax demand	127	A.Y. 2010-11	Income Tax Officer (Kolkata)
The Income Tax Act, 1961	Additional tax demand	502	A.Y. 2012-13	Income Tax Officer (Kolkata)
The Income Tax Act, 1961	Additional tax demand	631	A.Y. 2014-15	Income Tax Officer (Kolkata)

(viii) The Establishment doesn't have any such transaction which is not recorded in the books of account have been surrendered or disclosed as income during the year in the tax assessments under Income Tax Act, 1961 and hence reporting under clause (viii) of the said Order is not applicable.

(ix) The Establishment does not have any loans or other borrowings and hence reporting under clause (ix) of the said Order is not applicable.

(x) (a) According to the information and explanations given to us, the Establishment has not raised any money by way of initial public offer and term loans during the course of our audit and hence reporting under clause (x) (a) of the said Order is not applicable.

(b) According to the information and explanations given to us, the Establishment has not made any preferential allotment or placement of shares or convertible debentures (fully, partially or optionally convertible) during the year and hence reporting under clause (x) (b) of the said Order is not applicable.

(xi) (a) According to the information and explanations given to us, no fraud on or by the Establishment has been noticed or reported during the course of our audit.

(b) Accord ing to the information and explanations given to us, no report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) We have not received any whistle-blower compliant during the year under audit.

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

(xiii) According to the information and explanations given to us and based on our examination of the records of the Establishment, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the special purpose financial statements as required by the applicable accounting standards .

(xiv) (a) According to the information and explanation given to us the Establishment is not having internal audit system.

(b) Since, the Establishment is not having internal audit system hence reporting under clause (xiv)(b) of the said Order is not appliable.

(xv) According to the information and explanations given to us and based on our examination of the records of the Establishment , the Establishment has not entered into non-cash transactions with its directors, or directors of its holding company or persons connected with them and hence provisions of section 192 of the Act are not applicable.

(xvi) (a) The Establishment is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

(b) According to the information and explanations given to us and based on our examination of the records of the Establishment, the Establishment has not conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934.

(c) The Establishment is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India,

(d) The Establishment has not more than one CIC as part of the Group.

(xvii) The Establishment has not incurred cash losses in the financial year and in the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors during the year.

(xix) On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the special purpose financial statements , to the best of our knowledge of the Board of Directors and management plans, we are of the opinion that no material uncertainty exists as on the date of the audit report and Establishment is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date;

(xx) (a) According to the information and explanations given to us and based on our examination of the records of the Establishment, the Establishment has not transferred unspent amount to a Fund specified in Schedule VII to the Companies Act other than ongoing projects, within a period of six months of the expiry of the financial year in compliance with second proviso to sub-section (5) of section 135 of the said Act;

(b) According to the information and explanations given to us and based on our examination of the records of the Establishment, there is no amount remaining unspent under sub-section (5) of section 135 of the Companies Act, pursuant to any ongoing project, has been transferred to special account in compliance with the provision of subsection (6) of section 135 of the said Act.

(xxi) Since, these are the special purpose standalone financials statements of the Establishment hence reporting under clause (xxi) of the said Order is not applicable.

For PKF

S. D. Pereira
Partner
Registration No. 552
Dubai, United Arab Emirates
6 April 2023

INTERNATIONAL SHIPPING AND LOGISTICS FZE

Balance Sheet as at 31st March, 2023

	Particulars	Note	2023 US$	2022 US$
I	ASSETS			
(1)	**Non-current assets**			
	(a) Property, plant and equipment	3	16,170,118	16,993,738
	(b) Intangible assets	4	14,661	
	(c) Non-current financial assets	5	1 2,000	14,739
			16,196,779	**17,008,477**
(2)	**Current assets**			
	(a) Inventories	6	639,078	513,452
	(b) Current financial assets			
	Trade receivables	7	6,014,654	1,720,198
	Cash and cash equivalents	8	3,586,310	4,765,743
	Other bank balances	9	25,033,267	20,020,556
	Other financial assets	11	579,009	419,993
	(c) Other current assets	12	7001847	1,361,514
			3615531165	**28,801,456**
	TOTAL ASSETS		**52,749,944**	**45,809,933**
II.	EQUITY AND LIABILITIES			
(1)	**Equity**			
	(a) Equity share capital	13	273,748	273,748
	(b) Retained earnings		46,065,074	40,786,609
	(c) Other reserve		(20,461)	(74, 299)
			46,31 ,361	**40 ,986, 058**
(2)	**Non-current liabilities**			
	Long-term provisions	14	732,393	704,467
(3)	**Current liabilities**			
	(a) Current financial liabilities			
	Trade payables	15	3,148,512	2,512,833
	Other financial liabilities	16	670,120	532,903
	(b) Other current liabilities	17	1,850,680	1,049,212
	(c) Short-term provisions	18	29,878	24,460
			5,699,190	**4,119,408**
	TOTAL EQUITY AND LIABILITIES		**52,749,944**	**45,809,933**

The accompanying notes form an integral part of these special purpose financial statements . The report of the independent auditor is set forth on pages 1 to 8.
We confirm that we are responsible for these special purpose 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 6 April 2023 and singed on their behalf by Capt. Soumya Ranjan Patnaik.

For **INTERNATIONAL SHIPPING AND LOGISTICS FZE**

As per our report of even date
For PKF

CEO & DIRECTOR

S. D. Pereira
Partner
Registration No. 552

TMILL Group of Companies

INTERNATIONAL SHIPPING AND LOGISTICS FZE

Statement of Profit and Loss for the year ended 31st March, 2023

	Particulars	Note	2023 US$	2022 US$
I	REVENUE			
	Revenue	19	75,740,256	98,833,768
	Other income	20	783,181	105,143
	TOTAL REVENUE		**76,523,437**	**98,938,911**
II.	EXPENSES			
	Direct costs	21	89,942,866	89,942,866
	Employee benefit expenses	22	1,828,807	1,828,807
	Depreciation expenses	23	1,680,940	1,680,940
	Finance cost on defined employee benefit plan		24,690	19,675
	Other expenses	24	522,258	463,797
	TOTAL EXPENSES		**70,219,525**	**93,916,410**
III.	**Profit before tax (I - II)**		6,303,912	5,022,501
IV.	**Tax expense**		--	--
V.	**Profit after tax (III - IV)**		**6,303,912**	**5,022,501**
VI.	**Other comprehensive income**			
	Items that will not be reclassified subsequently to profit and loss:			
	Remeasurement gains/(loss) on defined employee benefit plan		53,838	(8,214)
VII.	**Other comprehensive income for the year**		53,838	(8,214)
VIII.	**Total comprehensive income for the year (V+VI)**		**6,357,750**	**5,014,287**
IX.	**Earnings per equity share (Basic)**	30	**6,303,912**	**5,022,501**

The accompanying notes form an integral part of these special purpose financial statements .
The report of the independent auditor is set forth on pages 1 to 8.

For **INTERNATIONAL SHIPPING AND LOGISTICS FZE**

As per our report of even date
For PKF

CEO & DIRECTOR

S. D. Pereira
Partner
Registration No. 552

INTERNATIONAL SHIPPING AND LOGISTICS FZE

Statement of Changes in Equity for the year ended 31st March, 2023

	Equity share capital US$	Other equity		Total US$
		Retained earnings	Other reserve US$	
Balance at 1 April 2021	**273,748**	**36,891,285**	(66,085)	**37,098,948**
Comprehensive income				
- Profit for the year		5,022,501		5,022,501
-- Other comprehensive income				
Items that will not be reclassified subsequently to profit and loss:				
Remeasurement loss on defined employee benefit plan			(8,214)	(8,214)
Total comprehensive income for the year		5,022,501	(8,214)	5,014,287
Dividends paid during the year		(1,127,177)		(1,127,177)
Balance at 31 March 2022	**273,748**	**40,786,609**	**(74,299)**	**40,986,058**
Comprehensive income				
- Profit for the year		6,303,912		6,303,912
- Other comprehensive income				
Items that will not be reclassified subsequently to profit and loss:				
Remeasurement loss on defined employee benefit plan			53,838	53,838
Total comprehensive income for the year		6,303,912	53,838	6,357,750
Dividends paid during the year		(1,025,447)		(1,025,447)
Balance at 31 March 2023	**273,748**	**46,065,074**	**(20,461)**	**46,318,361**

(a) Dividends paid and declared and approved by the shareholder during the year of US$ 1,025,447 (previous year US$ 1,127,177) represent a dividend per share of US$ 1,025,447 (previous year US$ 1,127,177).

The accompanying notes form an integral part of these special purpose financial statements.
The report of the independent auditor is set forth on pages 1 to 8.

TMILL Group of Companies

INTERNATIONAL SHIPPING AND LOGISTICS FZE

Statement of Cash Flows for the year ended 31st March, 2023

	2023 US$	2022 US$
Cash flows from operating activities		
Profit for the year before tax	6,303,912	5,022,501
Adjustments for:		
Depreciation on property, plant and equipment	2,310,879	1,680,940
Amortisation of intangible assets	2,967	-
Credit balance written back	(60,000)	
Interest income	(703,943)	(80,653)
Operating profit before changes in operating assets and liabilities	7,853,815	6,622,788
Changes in:		
- Inventories	(125,626)	(281,089)
- Trade receivables	(4,294,456)	5,383,640
- Other financial assets	235,773	1,860,922
- Other current assets	660,667	1,034,759
- Trade payables	695,679	36,527
- Other financial liabilities	137,217	289,071
- Long-term provisions	81,764	70,539
- Other current liabilities	801,468	(3,199,151)
- Short-term provisions	5,418	12,196
Cash generated from operations	**6,051,719**	**11,830,202**
Taxes paid		
Net Cash from operating activities	**6,051,719**	**11,830,202**
Cash flows from investing activities		
Payment for tangible assets	(1,487,259)	(12,186,323)
Payment for intangible assets	(17,628)	-
Proceeds from non-current financial assets	2,739	22,581
(Increase)/decrease in fixed deposits	(5,012,711)	275,107
Interest received	309,154	107,076
Net cash used in investing activities	**(6,205,705)**	**(11,781,559)**
Cash flows from financing activities		
Dividends paid	(1,025,447)	(1,127,177)
Net cash used in financing activities	**(1,025,447)**	**(1,127,177)**
Net (decrease)/ increase in cash and cash equivalents	**(1,179,433)**	**(1,078,534)**
Cash and cash equivalents at beginning of the year	4,765,743	5,844,277
Cash and cash equivalents at end of the year (note 8)	**3,586,310**	**4,765,743**

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 special purpose financial statements.
The report of the independent auditor is set forth on pages 1 to 8.

INTERNATIONAL SHIPPING AND LOGISTICS FZE

Notes to the Financial Statements

for the year ended 31 March, 2023

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 marine related marketing and ship management. During the year, the Establishment has earned revenue from 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) vide license no. JLT-66168 , which operates under the name "International Shipping and Logistics FZE". These special purpose financial statements include the assets, liabilities and operating results of the branch.

d) These special purpose financial statements are prepared for the purpose of providing information to the shareholder and preparation of its consolidated financial statements and hence, may not be suitable for another purpose.

2. SIGNIFICANT ACCOUNTING POLICIES

The significant accounting policies adopted are as follows:

a) Statement of compliance

The special purpose financial statement has been prepared in accordance with the Indian Accounting Standards (referred to "Ind AS") prescribed under section 133 of the Companies Act, 2013 read with Companies (Indian Accounti ng Standards) Rules, as amended from time to time.

b) Basis of preparation and presentation

The special purpose financial statements are prepared under the historical cost convention on accrual basis.

When preparing the special purpose financial statements , management makes an assessment of the Establishments ability to continue as a going concern. Financial statements are prepared on a going concern basis unless management either intends to liquidate the Establishment or to cease operations, or has no realistic alternative but to do so.

c) Presentation currency

Although the currency of country of domicile is UAE Dirham, these special purpose financial statements are presented in US Dollars (US$}, which is considered to be the functional currency of the Establishment.

d) Property, plant and equipment

Property, plant and equipment are stated at cost less accumulated depreciation and impairment losses. For vessels purchased, these costs include capitalisable expenditures that are directly attributable to the acquisition of the vessel.

The cost is depreciated over their estimated useful lives using the straight-line method applying the rates, which are specified in the Act or based on estimated useful life whichever is higher. Residual value of the vessel is estimated as the lightweight tonnage of the vessel multiplied by steel scrap value per ton. Future depreciations are based on depreciation schedules including residual values. Expected useful lives of assets, and residual values, are reviewed at each balance sheet date and, where they differ significantly from previous estimates, depreciation calculations are altered accordingly.

The details of estimated life for each category of assets are as under:

Type of asset	Estimated life
Vessel	1 to 5 years
Furniture and fixtures	5 years
Office equipment	5 years
Computers	4 years
Vehicles	5 years

Capital work-in-progress is stated at cost less any impairment losses and is not depreciated. This will be depreciated from the date the relevant assets are ready for use.

The useful life of the vessel has been derived based on technical advice after taking into account its nature, its estimated uses, its operating condition, its past history of replacement, its anticipated technological changes, etc

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset as appropriate only when it is probable that future economic benefits associated with the expenditure will flow to the Establishment and such cost can be measured reliably. Such cost includes the cost of replacing part of the tangible assets. When significant parts of tangible assets are required to be replaced at intervals, the Establishment recognises such parts as individual assets with specific useful lives and depreciates them accordingly. The carrying amount of replaced parts is derecognised.

All other repairs and maintenance costs are charged to statement of profit and loss during the financial year in which they are incurred.

Costs related to dry-docking or other major overhauls are recognised in the carrying amount of the vessel. The recognition is made when the dry-docking has been performed and is depreciated based on estimated time to the next class renewal. The remaining costs that do not meet the recognition criteria are expensed as repairs and maintenance.

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

Vessels and other tangible assets are derecognised upon disposal or when no future economic benefits are expected from their use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in profit or loss in the year the asset is derecognised .

e) Impairment of tangible and intangible assets

At each reporting date, the management 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. Where it is not possible to estimate the recoverable amount of an individual asset, the acquirer estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs to sell 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.

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 (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.

f) Inventories

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

g) Staff end-of-service benefits

The Establishment provides gratuity and leave encashment benefits to its employees. Gratuity and leave encashment liabilities are not funded. The present value of these defined benefit obligations is ascertained by an independent actuarial valuation as per the requirement of Ind-AS 19 'Employee Benefits'. The liability recognised in the balance sheet is the present value of the defined benefit obligations on the balance sheet date, together with adjustments for unrecognised past service costs. All actuarial gains and losses are recognised in the other comprehensive income in full in the year in which they occur, if significant.

h) Revenue recognition

The Establishment's principal activity is marine related marketing and ship management. During the year, the Establishment has earned revenue from chartering of vessels and transporting marine cargo on behalf of its customers.

Revenue from contracts with customers is recognised when the control of the goods or services is transferred to the customer at an amount that reflects the consideration to which the Establishment expects to be entitled in exchange for those goods or services.

The Establishment recognises revenue from contracts with customers based on a five-step model as set out in Ind AS 115:

1. Identify the contracts with customers: A contract is defined as an agreement between two or more parties that creates enforceable rights and obligations and sets out the criteria for every contract that must be met.

2. Identify the performance obligations in the contract: A performance obligation is a promise in a contract with a customer to transfer a good or service to the customer.

3. Determine the transaction price: The transaction price is the amount of consideration to which the Establishment expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties.

4. Allocate the transaction price to the performance obligations in the contract: For a contract that has more than one performance

obligation, the Establishment will allocate the transaction price to each performance obligation in an amount that depicts the amount of consideration to which the Establishment expects to be entitled in exchange for satisfying each performance obligation.

5. Recognise revenue when (or as) the Establishment satisfies a performance obligation at a point in time or over time.

The Establishment satisfies a performance obligation and recognises revenue over time, if one of the following criteria is met:
- The customer simultaneously receives and consumes the benefits provided by the Establishment's performance as the Establishment performs; or
- The Establishment's performance creates or enhances an asset that the customer controls as the asset is created or enhanced ; or
- The Establishment's performance does not create an asset with an alternative use to the Establishment and the Establishment has an enforceable right to payment for performance completed to date.

The Establishment is required to assess each of its contracts with customers to determine whether performance obligation are satisfied over time of at a point in time in order to determine appropriate method of recognising revenue.

Sale of services
The Establishment provides services that are sold separately. The services can be obtained from other providers and do not significantly modify or customise the services .

The Establishment has concluded that revenue from sale of services should be recognised over time using input method.

Voyage charter
Contract with a customer in case of voyage charter is recognized over time when all the following criteria's are met:

- The amount of revenue can be measured reliably;

- It is probable that the economic benefits associated with the transaction will flow to the Establishment;
- The stage of completion of the transaction at the end of the reporting period can be measured reliably ; and
- The cost incurred for the transaction and the costs to complete the transaction can be measured reliably.

When the outcome of the transaction cannot be estimated reliably, revenue shall be recognised only to the extent of the expenses recognised that are recoverable.

In case of the voyage charters in progress, the Establishment shall recognize the revenue equal to the expected direct costs proportionate to the voyage days completed . However, in case of owned vessels, entity shall recognize the revenue proportionate to the voyage days completed. Further, where revenue is recognised in excess of billings, the amount is recognised as contract assets .

Losses on voyages are recognised during the year in which the loss first becomes probable and can be reasonably estimated.

Time charter
Revenue under time charter is recognised based on the terms of the time charter agreement and is recognized over time.

Demurrage income
Demurrage income represents payments by the customers to the Establishment when loading or discharging time exceeds the stipulated time in the time/voyage charter, and is recognised at a point in time, when services have been performed and there exists no significant uncertainty as to its measurability and collectability.

Commercial management fee
Commerc ial management fee charged for managing and monitoring the performance of vessels of a related party is recognised at a point in time, as per terms agreed.

i) 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.

j) Contract liabilities
A contract liability is the obligation to transfer goods or services to a customer for which the Establishment has received considerat ion 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.

k) Leases
As a lessee
The Establishment leases office premises. Rental contracts are typically made for fixed periods of 1 year but may have extension options except in case of some office spaces due to the fact that the Establishment could replace them without significant cost or business disruption. Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions. The lease arrangements do not impose any covenants, however leased assets are not used as security for borrowing purposes.

Short-term leases
The Establishment applies the short-term recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option) . Lease payments on short-term leases are recognised as expense on a straight-line basis over the lease term.

As a lessor
Leases in which the Establishment does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms and is included in revenue in the statement of profit or loss due to its operating nature. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the year in which they are earned.

l) Cash and cash equivalents
Cash and cash equivalents comprise cash, bank current accounts, bank deposits free of encumbrance with a maturity date of three months or less from the date of deposit and highly liquid investments with a maturity date of three months or less from the date of investment that are readily convertible to known amount of cash and which are subject to an insignificant risk of changes in value.

m) 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.

n) 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.

o) 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 special purpose financial statements of the year in which the tax assessments are completed.

p) Value added tax
As per the Federal Decree-Law No. (08) of 2017, Value Added Tax (VAT), is charged at 5% standard rate or 0% (as the case may be) on every taxable supply and deemed supply made by the taxable person. The Establishment is required to file its VAT returns and compute the payable tax (which is output tax less input tax) for the allotted tax period's and deposit the same within the prescribed due dates of filing VAT return and tax payment.

q) Current versus non-current classification
The Establishment presents assets and liabilities in the statement of financial position based on current/non-current classification. An asset is current when it is:
- Expected to be realised or intended to be sold or consumed in the normal operating cycle.
- Held primarily for the purpose of trading.
- Expected to be realised within twelve months after the reporting period. or,

Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:
- It is expected to be settled in the normal operating cycle.
- It is held primarily for the purpose of trading.
- It is due to be settled within twelve months after the reporting period.

There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Establishment classifies all other liabilities as non-current.

r) Financial instruments

Classification

On initial recognition, a financial asset is classified as measured at: amortised cost; fair value through other comprehensive income ("FVTOC I") - debt investment; FVTOCI - equity investment; or fair value through profit or loss ("FVTPL").

The classification of financ ial assets at initial recognition depends the financ ial assets' contractual cash flow characteristics and the Establishment's business model for managing them.

In order for a financial asset to be classified and measured at amortised cost or FVTOCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding . This assessment is referred to as the SPPI test and is performed at an instrumental level.

The Establishment's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cashflows , selling the financial assets, or both.

Financial liabilities are classified as financial liabilities at FVTPL or at amortised cost. The Establishment determines the classification of its financial liabilities at initial recognition.

Recognition

Financial assets and financial liabilities are recognised when, and only when, the Establishment becomes a party to the contractual provisions of the instrument. Regular purchases and sales of financial assets are recognised on trade-date, the date on which the Establishment commits to purchase or sell the asset.

Derecognition

Financial assets are de-recognised when, and only when,

- The contractual rights to receive cash flows expire or

- The Establishment has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either
  (a) the Establishment has transferred substantially all the risks and rewards of the asset, or
  (b) the Establishment has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Financial liabilities are de-recognised when, and only when , they are extinguished i.e. when obligation specified in the contract is discharged, cancelled or expired.

Measurement

A financial asset (unless it is a trade receivable without a significant financing component that is initially measured at the transaction price) is initially measured at fair value plus, for an item not at FVTPL, transaction costs that are directly attributable to its acquisition. Transactions costs of financial assets carried at FVTPL are expensed in profit or loss.

The following accounting policies apply to the subsequent measurement of financial assets and liabilities.

Financial assets at amortised cost

Financial assets that meet the following conditions are subsequently measured at amortised cost less impairment loss and deferred income, if any (except for those assets that are designated as at fair value through other comprehensive income on initial recognition) using the effective interest method. All other financial assets are subsequently measured at fair value.

1. the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
2. the contractual terms of the instrument give rise to cash flows on specified dates that are solely payments of principal and profit on the principal amount outstanding .

Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

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

Financial liabilities

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

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

Impairment of financial assets

The Establishment recognises an allowance for expected credit losses for all investments in debt instruments not held at fair value through profit or loss. Expected credit losses are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Establishment expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

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

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

Bank balances and other financial assets for which credit risk (i.e. the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition.

The Establishment has elected to measure loss allowances for trade receivables and contract assets at an amount equal to lifetime ECLs. The Establishment applies a simplified approach in calculating expected credit losses. The Establishment does not track changes in credit risk, but instead recognises a loss allowance based on lifetime expected credit losses at each reporting date. The Establishment has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs, the Establishment considers reasonable and supportive information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Establishment's historical experience and informed credit assessment and including forward looking information.

The Establishment assumes that the credit risk on a financial asset has increased significantly if it is more than 30 days past due.

The Establishment considers a financial asset to be in default when:

The customer is unlikely to pay its credit obligations to the Establishment in full, without recourse by the Establishment to actions such as realising security (if any is held); or

The financial asset is more than 365 days past due.

The maximum period considered when estimating ECLs is the maximum contractual period over which the Establishment is exposed to credit risk.

At each reporting date, the Establishment assesses whether financial assets carried at amortised cost are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial assets have occurred.

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the asset.

Offsetting

Financial assets and liabilities are offset and the net amount reported in the statement of financial position when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis, or realise the asset and settle the liability simultaneously.

Notes to the Financial Statements for the year ended 31st March, 2023

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

s) 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 special purpose financial statements are as follows:

Classification of financial assets
The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Establishment's business model for managing them.

Impairment
At each reporting date, management conducts an assessment of property , plant, equipment and intangible assets to determine whether there are any indications that they may be impaired. In the absence of such indications , no further action is taken. If such indications do exist, an analysis of each asset is undertaken to determine its net recoverable amount and, if this is below its carrying amount, a provision is made.

The Establishment applies expected credit loss (EGL) model to measure loss allowance in case of financial assets on the basis of 12-month ECLs or Lifetime ECLs depending on credit risk characteristics and how changes in economic factors affect ECLs, which are determined on a probability-weighted basis.

Leases
Determining the lease term
The Establishment determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised .

The Establishment has the option, under some of its leases to lease the assets for additional years. The Establishment applies judgement in evaluating whether it is reasonably certain to exercise the option to renew. The Establishment considers all relevant factors that create an economic incentive for it to exercise the renewal.

Recognition of revenue and allocation of transaction price
Identification of performance obligations
Revenue from time and voyage chartering is recognised over time as performance obligations are fulfilled in accordance with Ind AS 115 - Revenue from Contracts with Customers. The timing of revenue recognition is subject to judgement surrounding the costs expected to be incurred in completing the work, as revenue on contracts is recognised on a percentage completion basis.

Revenue from commercial management fee is provided as a single component to customers and accordingly it becomes a single performance obligation in respect of the service being provided.

Determine timing of satisfaction of performance obligation
The Establishment concluded that revenue from time and voyage chartering is to be recognised over time as the customer simultaneously receives the benefit as the Establishment performs. The fact that another entity would not need to re-perform the service that the Establishment has provided to date demonstrates that the customer simultaneously receives and consumes the benefits of the Establishment's performance as it performs.

The Establishment has determined that the input method is the best method in measuring progress of the time and voyage chartering service because there is a direct relationship between the 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.

t) 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.

Notes to the Financial Statements for the year ended 31st March, 2023

Impairment
Assessments of net recoverable amounts of tangible assets , intangible assets and all financial assets other than receivables (see above) are based on assumptions regarding future cash flows expected to be received from the related assets.

Impairment of financial assets
The loss allowance for financial assets are based on 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.

Post-retirement benefits
The Establishment computes the provision for the liability to staff end-of-service benefits stated at US$ 740,532 (previous year US$ 705,443) 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 assumpt ions. All assumptions are reviewed at each reporting date.

3. PROPERTY, PLANT AND EQUIPMENT

	Capital work in-progress(a) US$	Dry docking costs	Vessel US$	Freehold buildings US$	Furniture and fixtures US$	Office equipment US$	Computers US$	Vehicles US$	Total US$
Cost									
At 1 April 2021	--	996,181	8,163,118	957,239	161,997	34,328	22,614	189,619	10,525,096
Additions	--	--	12,172,317	--	--	3,300	10,706	--	12,186,323
At 31 March 2022	--	996,181	20,335,435	957,239	161,997	37,628	33,320	189,619	22,711,419
Additions	13,700	1,467,755	--	--	--	1,710	4,094	--	1,487,259
At 31 March 2023	13,700	2,463,936	20,335,435	957,239	161,997	39,338	37,414	189,619	24,198,678
Accumulated depreciation and impairment losses									
At 1 April 2021	--	419,494	3,031,159	308,476	160,209	29,334	14,690	73,379	4,036,741
Depreciation	--	345,633	1,258,772	31,877	367	1,976	4,391	37,924	1,680,940
At 31 March 2022	--	765,128	4,289,930	340,353	160,576	31,310	19,081	111,303	5,717,681
Depreciation	--	382,146	1,850,592	31,876	367	2,319	5,655	37,924	2,310,879
At 31 March 2023	--	1,147,273	6,140,523	372,229	160,943	33,629	24,736	149,227	8,028,560
Carrying amount									
At 1 April 2021	--	576,687	5,131,959	648,763	1,788	4,994	7,924	116,240	6,488,355
At 31 March 2022	--	231,053	16,045,505	616,886	1,421	6,318	14,239	78,316	16,993,738
At 31 March 2023	**13,700**	**1,316,663**	**14,194,912**	**585,010**	**1,054**	**5,709**	**12,678**	**40,392**	**16,170,118**

a) Capital work-in-progress represents expenses incurred towards the study of dry docking of vessel, which shall be capitalized to vessel once actual docking is carried out and completed and the vessel is sea worthy.

Notes to the Financial Statements for the year ended 31st March, 2023

4. INTANGIBLE ASSETS

	Computer software USD
Cost	
At 1 April 2021 and 31 March 2022	**17,628**
Additions	**17,628**
At 31 March 2023	
Amortisation	-
At 1 April 2021 and 31 March 2022	2,967
Amortisation	2,967
At 31 March 2023	
Carrying amount	
At 1 April 2021 and 31 March 2022	--
At 31 March 2023	14,661

5. NON-CURRENT FINANCIAL ASSET

	2023 US$	2022 US$
Other deposits	12,000	14,739
	12,000	14,739

6. INVENTORIES

	2023 US$	2022 US$
Bunkers and lubricants	639,078	513,452

7. TRADE RECEIVABLES

	2023 US$	2022 US$
Current trade receivables:		
Less than six months	6,014,654	1,720,198
More than six months	2,235,253	3,007,638
Gross current trade receivables	8,249,907	4,727,836
Less: Allowance for expected credit losses	**(2,235,253)**	(3,007,638)
	6,014,654	1,720,198

Classification of current trade receivables:

	2023 US$	2022 US$
Secured, considered good	2,760,008	--
Unsecured, considered good	**3,254,646**	1,720,198
Unsecured, credit impaired	**2,235,253**	3,007,638
Total current trade receivables	**8,249,907**	4,727,836

Notes to the Financial Statements for the year ended 31st March, 2023

Trade receivables ageing is as follows:

	31 March 2023 US$			
	Less than 6 months	**2-3 years**	**More than 3 years**	**Total**
Undisputed – considered good	6,014,654	--	--	**6,014,654**
Undisputed – credit impaired	--	--	--	**--**
Disputed - considered good	--	--	--	**--**
Disputed - credit impaired	--	--	2,235,253	**2,235,253**
Total	**6,014,654**	**--**	**2,235,253**	**8,249,907**

	31 March 2022 US$			
	Less than 6 months	**2-3 years**	**More than 3 years**	**Total**
Undisputed – considered good	1,583,724	--	--	**1,583,724**
Undisputed – credit impaired	--	772,385	--	**772,385**
Disputed - considered good	136,474	--	--	**136,474**
Disputed - credit impaired	--	--	2,235,253	**2,235,253**
Total	**1,720,198**	**772,385**	**2,235,253**	**4,727,836**

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

	2023 US$	2022 US$
Opening balance	3,007,638	3,076,219
Amounts written off	(772,385)	(68,581)
Closing balance	**2,235,253**	3,007,638

8. CASH AND CASH EQUIVALENTS

	2023 US$	2022 US$
Cash on hand	**1,219**	3,117
Bank balances in:		
- Current accounts	**2,585,091**	4,762,626
- Fixed deposits	**1,000,000**	--
Cash and cash equivalents	**3,586,310**	4,765,743

9. OTHER BANK BALANCES

	2023 US$	2022 US$
Bank deposits (with 3-12 months' maturity)	**25,033,267**	20,020,556

INTERNATIONAL SHIPPING AND LOGISTICS FZE

Notes to the Financial Statements for the year ended 31st March, 2023

10. RELATED PARTIES

TThe Establishment enters into transactions with entities that fall within the definition of a related party as contained in Ind AS 24: 'Related Party Disclosures'. The management considers such transactions to be in the normal course of business.

Related parties with whom transactions were entered and balances appeared comprise the parent company, the ultimate parent company, joint ventures of the parent company, directors, companies under common ownership/management control, associate, fellow subsidiaries and key management personnel.

Parent company	TM International Logistics Limited, India
Ultimate parent company	Tata Steel Limited, India
Directors	Mr. Dinesh Shastri (Chairman) Mr. Guenther Hahn Mr. Sandeep Bhattacharya Capt. S.R. Patnaik Mr. Nandan Nandi
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

Repayment and other terms are set out in notes 25.

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

	Ultimate parent company	Parent company	Fellow subsidiaries	Companies under common ownership/ management control	Directors/ key management personnel	**Total 2023**	Total 2022
		US$	US$	US$	US$	**US$**	US$
Ocean freight income	1,587,340	--	--	--	--	**1,587,340**	
	--	--	--	--	--		--
Direct costs (services received)	46,942	8,500	--	--	--	**55,442**	
	--	6,918	--	--	--		6,918
Other operating expenses	-	86,485	74,890	--	--	**161,375**	
	--	60,648	83,339	--	--		143,987
Reimbursement of expenses (included in direct costs)	--	768,317	--	--	--	**768,317**	
	--	659,269	--	--	--		659,269
Reimbursement of expenses for services rendered (included in revenue)	--	--	1,695,543	--	--	**1,695,543**	
	--	--	5,995,314	--	--		5,995,314
Reimbursement of expenses for services rendered (included in other operating expenses	--	--	1,628	--	--	**1,628**	
	--	--	1,600	--	--		1,600
Dividends paid		1,025,444	--	--	--	**1,025,444**	
	--	1,127,177	--	--	--		1,127,177
Directors' fees, remuneration and benefits(a)	--	--	--	--	383,608	**383,608**	
	--	--	--	--	355,523		355,523

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

Administrative services are availed from a related party as per agreed rates.

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

INTERNATIONAL SHIPPING AND LOGISTICS FZE

Notes to the Financial Statements for the year ended 31st March, 2023

11. OTHER CURRENT FINANCIAL ASSETS

	2023 US$	2022 US$
Staff loans and advances	4,867	74,507
Deposits (other than employee security deposits)	4,728	29,082
Interest accrued on fixed deposits	413,552	18,763
Other receivables	155,862	297,641
	579,009	419,993

12. OTHER CURRENT ASSETS

	2023 US$	2022 US$
Prepaid expenses	**156,012**	156,076
Advance to suppliers	**467,680**	1,114,490
Advance tax	**77,155**	90,948
	700,847	1,361,514

13. SHARE CAPITAL

	2023 US$	2022 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

14. LONG-TERM PROVISIONS

	2023 US$	2022 US$
Provision for employee benefits		
Post-retirement benefits	711,552	681,820
Other long-term employee benefits	20,841	22,647
	732,393	**704,467**

(a) POST-RETIREMENT BENEFITS

The Establishment operates post retirement defined benefit plans as follows:

	2023 US$	2022 US$
Unfunded		
Post-Retirement Gratuity		
Details of the gratuity plan are as follows:		
a. Opening obligation	705,443	614,838
b. Current service cost	64,237	62,716
c. Interest cost	24,690	19,675
d. Actuarial gains/(loss)	(53,838)	8,214
e. Closing obligation	740,532	705,443
2. Amount recognised in the Statement of Profit and Loss		
a. Current service cost	64,237	62,716
b. Interest cost	24,690	19,675
	88,927	**82,391**
3. Amount recognised in Other Comprehensive Income (OCI) for the Year:		
Actuarial (gains)/ loss	(53,838)	8,214
4. Key Assumptions used		
a. Discount rate	5.1%	3.50%
b. Rate of escalation in salary (per annum)	5% for first three years; 4.50% thereafter	3.5% for first two years; 4.50% thereafter
c. Mortality rate	Indian Assured Lives Mortality (2006-08) ult	Indian Assured Lives Mortality (2006-08) ult

i) The Discount Rate as at 31 March 2023 is based on Dubai Government Bond yields as at 15 March 2023 (previous year discount rate is based on Dubai Government Bond yields as at 21 March 2022)

Notes to the Financial Statements for the year ended 31st March, 2023

	2023 US$	2022 US$
5. Information for current and previous financial year		
a. Present value of defined benefit obligation	740,532	(705,443)
b. Plan assets at the end of the year	NA	NA
c. Funded status	740,532	(705,443)
d. Experience loss adjustment on plan liabilities	37,030	27,830
e. Experience gain/(loss) adjustment on plan assets	NA	NA
f. Actuarial gain due to change on assumptions	(90,868)	(19,616)

15. TRADE PAYABLES

	2023 US$	2022 US$
Creditors for services	962,498	998,962
Provision for operating expenses	2,167,373	1,494,500
Accruals	18,641	19,371
	3,148,512	**2,512,833**
Trade payables ageing is as follows:		
Not due	1,135,389	635,097
Less than 1 year	1,799,281	1,850,346
1 - 2 years	**213,842**	**27,390**
	3,148,512	**2,512,833**

16. OTHER FINANCIAL LIABILITIES

	2023 US$	2022 US$
Staff accruals	**670,120**	**532,903**

17. OTHER CURRENT LIABILITIES

	2023 US$	2022 US$
Contract liabilities relating to advance received to fulfil voyage contracts	**1,845,210**	**1,045,402**
Other liabilities[a]	**5,470**	**3,810**
	1,850,680	**1,049,212**

a) Includes US$ 4,402 (previous year US$ 3,810) received towards advance rent from the tenant.

18. SHORT-TERM PROVISIONS

	2023 US$	2022 US$
Provision for employee benefits:		
Post-retirement benefits	28,980	23,623
Other short-term employee benefits	898	837
	29,878	**24,460**

19. REVENUE

The Establishment generates revenue from the transfer of services over time and at a point in time. The disaggregated revenue from contracts with customers by geographical segments, service lines and timing of revenue recognition are presented below. The management believes that this best depicts the nature, amount, timing and uncertainty of the Establishment's revenue and cash flows.

Notes to the Financial Statements for the year ended 31st March, 2023

	2023 US$	2022 US$
Primary Geographical segment		
- UAE	9,476,069	25,501,015
- Asian countries	49,554,548	63,057,303
- American countries	6,250,477	--
- African countries	1,978,829	--
- Europe	8,480,333	10,275,450
	75,740,256	**98,833,768**
Major service lines		
Time chartering	667,823	8,675,369
Voyage chartering	59,476,334	76,121,203
Revenue form owned vessel	15,596,099	**14,037,196**
	75,740,256	**98,833,768**
Timing of revenue recognition		
Over period of time	74,634,025	94,626,928
At a point in time	1,106,231	**4,206,840**
	75,740,256	**98,833,768**

20. OTHER INCOME

	2023 US$	2022 US$
Interest income on fixed deposits	703,943	80,653
Credit balances written back	60,000	--
Rental income	18,604	18,478
Miscellaneous income	634	6,012
	783,181	105,143

21. DIRECT COSTS

	2023 US$	2022 US$
Vessel hire charges	32,651,932	60,556,066
Bunkering costs	14,165,865	11,505,599
Operating expenses on owned vessel[a]	8,199,029	8,396,102
Other direct costs	10,320,167	9,485,099
	65,336,993	89,942,866

a) This comprises of bunkering costs amounting to US$ 3,012,311 (previous year US$ 2,906,549) and other operating expenses US$ 5,186,718 (previous year US$ 5,489,553).

22. EMPLOYEE BENEFIT EXPENSES

	2023 US$	2022 US$
Directors' fees, remuneration and benefits	359,539	335,733
Staff salaries and benefits	1,597,962	1,410,683
Staff end-of-service gratuity[a]	64,237	62,716
		1,809,132
	2,021,738	

(a) It includes US$ 24,069 (US$ 19,790) pertaining to director.

Notes to the Financial Statements for the year ended 31st March, 2023

23. DEPRECIATION AND AMORTISATION EXPENSE

	2023 US$	2022 US$
Depreciation on property, plant and equipment	**2,310,879**	**1,680,940**
Amortisation of intangible assets	**2,967**	--
	2,313,846	**1,680,940**

24. OTHER EXPENSES

	2023 US$	2022 US$
Operating lease expenses	**19,091**	**19,159**
Other expenses	**503,167**	**444,638**
	522,258	**463,797**

25. FINANCIAL INSTRUMENTS

The net carrying amounts and fair values as at the reporting date of financial assets and financial liabilities are as follows:

	At amortised cost 2023 US$	At amortised cost 2022 US$
Financial assets		
Non-current financial assets	12,000	14,739
Trade receivables	6,014,654	1,720,198
Cash and cash equivalents	3,586,310	4,765,743
Other bank balances	25,033,267	**20,020,556**
Other current financial assets	579,009	**419,993**
	35,225,240	26,941,229
Financial liabilities		
Trade payables	3,148,512	**2,512,833**
Other financial liabilities	670,120	**532,903**
	3,818,632	**3,045,736**

Fair vale measurement and disclosures

The management assesses the fair values of all its financial assets and financial liabilities at each reporting date

Financial risk management

Risk management objectives

Risk is inherent in the Establishment's activities but is managed through a process of ongoing identification, measurement and monitoring, subject to risk limits and other controls. This process of risk management is critical to the Establishment's continuing profitability. The Establishment's risk management focusses on actively securing short to medium term cash flows by minimizing the exposure to financial markets.

The primary risks to which the operations of the Establishment are exposed, which are unchanged from the previous year, comprise credit risks and market risk (including currency risks, cash flow interest rate risks and fair value interest rate risks).

The management of the Establishment reviews and agrees policies for managing each of these risks which are summarised below:

Credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss.

Credit risk is managed by assessing the creditworthiness of potential customers and the potential for exposure to the market in which they operate, combined with regular monitoring and follow-up. As part of the Establishment's credit risk management, where it is considered necessary, such receivables are covered by post-dated cheques in favour of the Establishment.

Financial assets that potentially expose the Establishment to concentrations of credit risk comprise principally cash and cash equivalents, other financial assets and trade and other receivables.

The Establishment's bank accounts are placed with high credit quality financial institutions and hence have low credit risk.

Other financial assets represent investment in deposits which are placed with high credit quality financial institutions.

Notes to the Financial Statements for the year ended 31st March, 2023

The management assesses the credit risk arising from trade and other receivables taking into account their financial position, past experience and other factors. Based on the assessment individual risk limits are determined.

At the reporting date, the Establishment's maximum exposure to credit risk from such receivables situated outside the UAE is as follows:

	2023 US$	2022 US$
Asian countries	**5,932,648**	1,390,133

At the reporting date 64% of trade receivables were due from 4 customers (previous year 18% due from 1 customers).

Significant concentration of credit risk by industry are as follows:

	2023 US$	2022 US$
Minerals	**1,646,644**	1,624,392
Ball Clay	1,260,007	--
Coal	3,043,942	--

The Establishment uses an allowance matrix to measure the expected credit losses of trade receivables, which comprise a number of balances. 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 following common credit risk characteristics – geographic region, age of customer relationship and type of service availed.

Based on the assessment, the management believes that the impairment requirement under Ind AS 109 does not have any significant impact on the special purpose financial statements.

Market risk

Market risk is the risk that the changes in market prices, such as foreign currency exchange rates, interest rates and prices, will affect the Establishment's income or the value of its holdings of financial instrument. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the returns.

Currency risk

Currency risk is the risk that the values of financial instruments will fluctuate because of changes in foreign exchange rates.

There are no significant currency risks as substantially all financial assets and financial liabilities are denominated in US Dollars or UAE Dirhams to which US Dollars is fixed.

Interest rate risk

Interest rate risk is the risk that the value of financial instruments will fluctuate because of changes in market interest rates.

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.

26. AUDITOR'S REMUNERATION

	2023 US$	2022 US$
Audit fees	**21,558**	**21,558**

27. 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:

	2023 US$	2022 US$
Not later than one year	**889,624**	**504,904**

28. 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:

	2023 US$	2022 US$
Not later than one year	**-**	**5,156,418**

INTERNATIONAL SHIPPING AND LOGISTICS FZE

Notes to the Financial Statements for the year ended 31st March, 2023

29. CONTINGENT LIABILITIES

	2023 US$	2022 US$
Income-tax demand	**1,260**	**1,260**

The above income tax demand represents the demand from the Indian income tax authorities for against additional tax of US$ 1,260 pertaining to assessment years 2010-11, 2012-13 and 2014-15.

30. EARNINGS PER SHARE (BASIC)

	2023 US$	2022 US$
Basic	**6,303,912**	**5,022,501**

31. COMPARATIVE INFORMATION

Previous year's figures have been regrouped/reclassified whenever necessary to make them comparable to the those of current year.

For **INTERNATIONAL SHIPPING AND LOGISTICS FZE**

SOUMYA RANJAN PATNAIK
CEO & DIRECTOR

TKM Global GmbH

CORPORATE INFORMATION

As on 1st April, 2023

Board of Directors

Director
Mr. Amar Patnaik- Managing Director
(Geschaeftsfuehrer)

Management Team
Mr. Gerhard Schiefer- General Manager
(Prokurist)

Registered Office
Finland House
Esplanade 41, 20354 Hamburg
Germany

Tel: +49 40 238802 15
Fax: +49 40 238802 79

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, 2023.

FINANCIAL RESULTS:

Sl. No.	Particulars	31.03.2023 Amount in INR	31.03.2023 Amount in EUR	31.03.2022 Amount in INR	31.03.2022 Amount in EUR
(a)	Total Income	742.976.941	8.291.228	767.334.940	8.986.785
(b)	Less: Operating and Administrative Expenses	655.449.477	7.314.468	664.090.542	7.776.276
(c)	**Profit before taxes (PBT)**	**87.527.464**	**976.761**	**103.244.398**	**1.210.509**
(d)	Less: taxes (including deferred taxes)	28.605.841	319.226	38.239.942	448.352
(e)	**Profit after taxes (PAT)**	**58.9221.623**	**657.535**	**65.0004.456**	**762.157**

MARKET OVERVIEW FOR THE PERIOD

The COVID induced supply chain disruptions saw significant improvements during the year, though several challenges still remaining.

The container freight market which had peaked in the beginning of the year to a historical high, saw a dramatic fall by over 80% during the year.

The Shanghai Global Container Freight Index, which had scaled above the 5000mark, felt to a level below 1000.

Container shipping witnessed improvement in terms of better transit times and increased reliability of schedule due to significant progress in waiting time to berth.

Almost all container lines resorted to various methods of capacity reductions to arrest the falling freight levels.

European road freight continued to keep rising due to increasing fuel charges and severe shortage of truck drivers.

Air cargo operation returned back to PRE-COVID levels, both in the cargo and passenger flights.

Increased demand for airfreight pushed freight levels by over 50% in several key lanes.

The German labour market in general and the logistic market in specific, had worsened tight labour situation with most logistic centre witnessing zero unemployment. This led to rise in logistics personnel labour cost much beyond national wage growth.

OPERATIONAL REVIEW

Revenue achieved during the year in-spite of a 80% fall in market rate, was 120% over the planned figure.

Total Revenue of Euro 8.291.228 (RS 742.976.941) as compared to Euro 8.986.785 (Rs 767.334.940) during the previous year.

To note the unit freight rate for the previous year was 5x of the current unit freight rate.

Total breakbulk cargoes handled was 7000frt. This was considerably lower than planned.

Container volume at over 2500 TEU's was slightly above the planned for the year as well as the more than the previous year.

Airfreight at 232000kgs was 84% of planned in terms of weight but 145% in terms of number of shipments.

The Contribution from operations (all products combined) stood at EUR 2.281.716 (Rs. 204.464.570) with the corresponding EBT for the year at EUR 976.761(Rs.87.527.553) was 170% of the planned for the year.

Employee productivity :

The lean team continued to further increase their productivity reflecting both in the operating and the financial numbers.

The turnover per employee was approx. EUR 1.381.871 (Rs. 123.892.940) for the year with an operating productivity of 502 shipments per employee per annum, with a total of over 3000 shipments handled during FY22-23.

This is 140% improvement in operating productivity over the previous year.

In USD terms, the per employee Revenue exceeded USD 1,500,000 with a commensurate per employee contribution of USD 420,000.

OPPORTUNITIES AND THREATS

i. Logistic remains a top priority for every CEO who aspire to build a resilient supply chain
ii. Post COVID reorganization of supply chain models are in play with more and more companies looking for near shoring their supply base.
iii. Opportunities for new market and lane, as well as inventory management; inventory in close proximity to production/ consumption site
iv. Integrated solution offering backed by data-based analysis to drive business demands. Digital fitness a demand of the business
v. Competitors are fast adapting to new technologies, changes in the market, agility in decision making and its implementation a need for survival
vi. Impact of fuel price hike and future energy cost increase leads to drop in contribution as the entire cost increase is not being passed to the customer

EMPLOYEE RELATIONS

The Company continued to maintain excellent and cordial Employee Relationship and concerted efforts were put in to maintain Harmony and Peace. The Company expresses its appreciation for the dedication, commitment and sincere hard work rendered by the employees throughout the year without which the operating and financial results would not have been possible to achieve.

DIRECTORS

As on 31st March 2023, Mr. Amar Patnaik continued to be the 'Geschaeftsfuehrer' (Managing Director) and Mr. Gerhard Schiefer as the 'Prokurist' (General Manager) of the Company.

AUDITORS

M/s. Moore BRL GmbH are the Statutory Auditors of the Company.

AUDIT OBSERVATIONS & EXPLANATIONS/COMMENTS BY THE BOARD

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

ACKNOWLEDGEMENT

I wish to take the opportunity to place on record my appreciation for the continued assistance, support and co-operations extended by our partners, agents and valued service providers.

For TKM Global GmbH

Amar Patnaik
Geschaeftsfuehrer
(Managing Director)
DIN: 02730170

Date: 15th April, 2023
Place: Hamburg, Germany

TKM GLOBAL GmbH
INDEPENDENT AUDITORS' REPORT

To TKM Global GmbH

Opinion

1. In our opinion the accompanying financial reporting, which comprises the balance sheet as at March 31, 2023, and the income statement, statement of changes in equity and cash flow state- ment for the year then ended and notes to the financial reporting, including a summary of signif- icant accounting policies has been prepared, in all material respects, in conformity with the TM International Logistic Limited group's accounting policies, which are in keeping with the account- ing principles generally accepted in India.

Basis for Opinion

2. We conducted our audit in accordance with International Standards on Auditing (ISAs). Our re- sponsibilities under those standards are further described in the Auditor`s Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial reporting in Germany, and we have fulfilled our other responsibilities in accordance with these require- ments. We believe that the audit evidence we have obtained is sufficient and appropriate to pro- vide a basis for our opinion.

Management's Responsibility for the financial reporting

3. The Company's Management is responsible for the preparation and presentation of the financial reporting that gives a true and fair view of the financial position, financial performance and cash flows of the Company, in accordance with the TM International Logistic Limited group's account- ing policies for the financial year ended March 31, 2023. This responsibility includes maintenance of adequate accounting records for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, imple- mentation and maintenance of adequate internal financial controls relevant to the preparation and presentation of the financial reporting that give a true and fair view and are free from material misstatement, whether due to fraud or error.
4. In preparing the financial reporting, management is responsible for assessing the Company`s ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Auditors' Responsibility for the Audit of the Financial Reporting

5. Our objectives are to obtain reasonable assurance about whether the financial reporting as a whole are free from material misstatement, whether due to fraud or error, and to issue an audi- tor´s report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when its exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial reporting.
6. As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
   - Identify and assess the risks of material misstatement of the financial reporting, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
   - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of express- ing an opinion on the effectiveness of the Company's internal control.
   - Evaluate the appropriateness of accounting policies used and the reasonableness of ac- counting estimates and related disclosures made by management.
   - Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial reporting or, if such disclosures are inadequate, to modify our opinion. Our con- clusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

7. We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Restriction of use

8. This report is intended solely for the use of TKM Global GmbH and its parent company TKM Global Logistics Limited and should not be used by any other person or for any other purpose. We do not accept or assume any liability or duty of care for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Moore BRL GmbH **April 13, 2023**

TKM GLOBAL GmbH

GENERAL ENGAGEMENT TERMS

for Wirtschaftsprufer and Wirtschaftsprufungsgesellschaften [German Public Auditors and Public Audit Firms] as of January 1, 2017

1. Scope of application

(1) These engagement terms apply to contracts between German Public Auditors *(Wirtschaftsprufer)* or German Public Audit Firms *(Wirtschaftsprufungsgesellschaften)* - hereinafter collectively referred to as "German Public Auditors" - and their engaging parties for assurance services, tax advisory services, advice on business matters and other engagements except as otherwise agreed in writing or prescribed by a mandatory rule.

(2) Third parties may derive claims from contracts between German Public Auditors and engaging parties only when this is expressly agreed or results from mandatory rules prescribed by law. In relation to such claims, these engagement terms also apply to these third parties.

2. Scope and execution of the engagement

(1) Object of the engagement is the agreed service - not a particular economic result. The engagement will be performed in accordance with the German Principles of Proper Professional Conduct *(Grundsätze ordnungsmäßiger Berufsausübung)*. The German Public Auditor does not assume any management functions in connection with his services. The German Public Auditor is not responsible for the use or implementation of the results of his services. The German Public Auditor is entitled to make use of competent persons to conduct the engagement.

(2) Except for assurance engagements *(betriebswirtschaftliche Prüfungen)*, the consideration of foreign law requires an express written agreement.

(3) If circumstances or the legal situation change subsequent to the release of the final professional statement, the German Public Auditor is not obligated to refer the engaging party to changes or any consequences resulting therefrom.

3. The obligations of the engaging party to cooperate

(1) The engaging party shall ensure that all documents and further information necessary for the performance of the engagement are provided to the German Public Auditor on a timely basis, and that he is informed of all events and circumstances that may be of significance to the performance of the engagement. This also applies to those documents and further information, events and circumstances that first become known during the German Public Auditor's work. The engaging party will also designate suitable persons to provide information .

(2) Upon the request of the German Public Auditor, the engaging party shall confirm the completeness of the documents and further information provided as well as the explanations and statements, in a written statement drafted by the German Public Auditor.

4. Ensuring independence

(1) The engaging party shall refrain from anything that endangers the independence of the German Public Auditor's staff. This applies throughout the term of the engagement, and in particular to offers of employment or to assume an executive or non-executive role, and to offers to accept engagements on their own behalf.

(2) Were the performance of the engagement to impair the independence of the German Public Auditor, of related firms, firms within his network, or such firms associated with him, to which the independence requirements apply in the same way as to the German Public Auditor in other engagement relationships, the German Public Auditor is entitled to terminate the engagement for good cause.

5. Reporting and oral information

To the extent that the German Public Auditor is required to present results in writing as part of the work in executing the engagement, only that written work is authoritative. Drafts are non-binding. Except as otherwise agreed, oral statements and explanations by the German Public Auditor are binding only when they are confirmed in writing. Statements and information of the German Public Auditor outside of the engagement are always non-binding.

6. Distribution of a German Public Auditor's professional statement

(1) The distribution to a third party of professional statements of the German Public Auditor (results of work or extracts of the results of work whether in draft or in a final version) or information about the German Public Auditor acting for the engaging party requires the German Public Auditor's written consent, unless the engaging party is obligated to distribute or inform due to law or a regulatory requirement.

(2) The use by the engaging party for promotional purposes of the German Public Auditor's professional statements and of information about the German Public Auditor acting for the engaging party is prohibited.

7. Deficiency rectification

(1) In case there are any deficiencies, the engaging party is entitled to specific subsequent performance by the German Public Auditor. The engaging party may reduce the fees or cancel the contract for failure of such subsequent performance, for subsequent non-performance or unjustified refusal to perform subsequently, or for unconscionability or impossibility of subsequent performance. If the engagement was not commissioned by a consumer, the engaging party may only cancel the contract due to a deficiency if the service rendered is not relevant to him due to failure of subsequent performance, to subsequent non-performance, to unconscionability or impossibility of subsequent performance. No. 9 applies to the extent that further claims for damages exist.

(2) The engaging party must assert a claim for the rectification of deficiencies in writing *(Textform) [Translators Note: The German term "Textform" means in written form, but without requiring a signature]* without delay. Claims pursuant to paragraph 1 not arising from an intentional act expire after one year subsequent to the commencement of the time limit under the statute of limitations.

(3) Apparent deficiencies, such as clerical errors, arithmetical errors and deficiencies associated with technicalities contained in a German Public Auditor's professional statement (long-form reports, expert opinions etc.) may be corrected - also versus third parties - by the German Public Auditor at any time. Misstatements which may call into question the results contained in a German Public Auditor's professional statement entitle the German Public Auditor to withdraw such statement - also versus third parties. In such cases the German Public Auditor should first hear the engaging party, if practicable.

8. Confidentiality towards third parties, and data protection

(1) Pursuant to the law (§ [Article] 323 Abs 1 [paragraph 1] HGB *[German Commercial Code: Handelsgesetzbuch]* , § 43 WPO *[German Law regulating the Profession of Wirtschaftsprüfer: Wirtschaftsprüferordnung]*, § 203 StGB *[German Criminal Code: Strafgesetzbuch])* the German Public Auditor is obligated to maintain confidentiality regarding facts and circumstances confided to him or of which he becomes aware in the course of his professional work, unless the engaging party releases him from this confidentiality obligation.

(2) When processing personal data, the German Public Auditor will observe national and European legal provisions on data protection.

9. Liability

(1) For legally required services by German Public Auditors , in particular audits, the respective legal limitations of liability, in particular the limitation of liability pursuant to § 323 Abs. 2 HGB, apply.

(2) Insofar neither a statutory limitation of liability is applicable, nor an individual contractual /imitation of liability exists, the liability of the German Public Auditor for claims for damages of any other kind, except for damages resulting from injury to life, body or health as well as for damages that constitute a duty of replacement by a producer pursuant to § 1 ProdHaftG [German Product Liability Act: *Produkthaftungsgesetz*], for an individual case of damages caused by negligence is limited to € 4 million pursuant to § 54 a Abs. 1 Nr. 2 WPO.

3) The German Public Auditor is entitled to invoke demurs and defenses based on the contractual relationship with the engaging party also towards third parties.

(4) When multiple claimants assert a claim for damages arising from an existing contractual relationship with the German Public Auditor due to the German Public Auditor's negligent breach of duty, the maximum amount stipulated in paragraph 2 applies to the respective claims of all claimants collectively.

(5) An individual case of damages within the meaning of paragraph 2 also exists in relation to a uniform damage arising from a number of breaches of duty. The individual case of damages encompasses all consequences from a breach of duty regardless of whether the damages occurred in one year or in a number of successive years. In this case, multiple acts or omissions based on the same source of error or on a source of error of an equivalent nature are deemed to be a single breach of duty if the matters in question are legally or economically connected to one another. In this event the claim against the German Public Auditor is limited to € 5 million. The limitation to the fivefold of the minimum amount insured does not apply to compulsory audits required by law.

(6) A claim for damages expires if a suit is not filed within six months subsequent to the written refusal of acceptance of the indemnity and the engaging party has been informed of this consequence. This does not apply to claims for damages resulting from scienter, a culpable injury to life, body or health as well as for damages that constitute a liability for replacement by a producer pursuant to § 1 ProdHaftG. The right to invoke a plea of the statute of limitations remains unaffected.

10. Supplementary provisions for audit engagements

(1) If the engaging party subsequently amends the financial statements or management report audited by a German Public Auditor and accompanied by an auditor's report, he may no longer use this auditor's report.

If the German Public Auditor has not issued an auditor's report, a reference to the audit conducted by the German Public Auditor in the management report or any other public reference is permitted only with the German Public Auditor's written consent and with a wording authorised by him.

(2) If the German Public Auditor revokes the auditor's report, it may no longer be used. If the engaging party has already made use of the auditor's report, then upon the request of the German Public Auditor he must give notification of the revocation.

(3) The engaging party has a right to five official copies of the report. Additional official copies will be charged separately.

11. Supplementary provisions for assistance in tax matters

(1) When advising on an individual tax issue as well as when providing ongoing tax advice, the German Public Auditor is entitled to use as a correct and complete basis the facts provided by the engaging party - especially numerical disclosures; this also applies to bookkeeping engagements. Nevertheless, he is obligated to indicate to the engaging party any errors he has identified.

(2) The tax advisory engagement does not encompass procedures required to observe deadlines, unless the German Public Auditor has explicitly accepted a corresponding engagement. In this case the engaging party must provide the German Public Auditor with all documents required to observe deadlines - in particular tax assessments - on such a timely basis that the German Public Auditor has an appropriate lead time.

(3) Except as agreed otherwise in writing, ongoing tax advice encompasses the following work during the contract period:

a) preparation of annual tax returns for income tax, corporate tax and business tax, as well as wealth tax returns, namely on the basis of the annual financial statements, and on other schedules and evidence documents required for the taxation, to be provided by the engaging party

b) examination of tax assessments in relation to the taxes referred to in (a)

c) negotiations with tax authorities in connection with the returns and assessments mentioned in (a) and (b)

d) support in tax audits and evaluation of the results of tax audits with respect to the taxes referred to in (a)

e) participation in petition or protest and appeal procedures with respect to the taxes mentioned in (a).

In the aforementioned tasks the German Public Auditor takes into account material published legal decisions and administrative interpretations.

(4) If the German Public auditor receives a fixed fee for ongoing tax advice, the work mentioned under paragraph 3 (d) and (e) is to be remunerated separately, except as agreed otherwise in writing.

(5) Insofar the German Public Auditor is also a German Tax Advisor and the German Tax Advice Remuneration Regulation *(Steuerberatungsvergü-tungsverordnung)* is to be applied to calculate the remuneration, a greater or lesser remuneration than the legal default remuneration can be agreed in writing (*Textform*).

(6) Work relating to special individual issues for income tax, corporate tax, business tax, valuation assessments for property units, wealth tax, as well as all issues in relation to sales tax, payroll tax, other taxes and dues requires a separate engagement. This also applies to:

a) work on non-recurring tax matters, e.g. in the field of estate tax, capital transactions tax, and real estate sales tax;

b) support and representation in proceedings before tax and administrative courts and in criminal tax matters;

c) advisory work and work related to expert opinions in connection with changes in legal form and other reorganisations, capital increases and reductions, insolvency related business reorganisations, admission and retirement of owners, sale of a business, liquidations and the like, and

d) support in complying with disclosure and documentation obligations.

(7) To the extent that the preparation of the annual sales tax return is undertaken as additional work, this includes neither the review of any special accounting prerequisites nor the issue as to whether all potential sales tax allowances have been identified. No guarantee is given for the complete compilation of documents to claim the input tax credit.

12. Electronic communication

Communication between the German Public Auditor and the engaging party may be via e-mail. In the event that the engaging party does not wish to communicate via e-mail or sets special security requirements, such as the encryption of e-mails, the engaging party will inform the German Public Auditor in writing *(Textform)* accordingly.

13. Remuneration

(1) In addition to his claims for fees, the German Public Auditor is entitled to claim reimbursement of his expenses ; sales tax will be billed additionally. He may claim appropriate advances on remuneration and reimbursement of expenses and may make the delivery of his services dependent upon the complete satisfaction of his claims. Multiple engaging parties are jointly and severally liable.

(2) If the engaging party is not a consumer, then a set-off against the German Public Auditor 's claims for remuneration and reimbursement of expenses is admissible only for undisputed claims or claims determined to be legally binding.

14. Dispute Settlement

The German Public Auditor is not prepared to participate in dispute settlement procedures before a consumer arbitration board *(Verbraucherschlich tungsstelle)* within the meaning of § 2 of the German Act on Consumer Dispute Settlements *(Verbraucherstreitbei/egungsgesetz)*.

15. Applicable law

The contract, the performance of the services and all claims resulting therefrom are exclusively governed by German law.

TKM GLOBAL GMBH

Balance Sheet as at 31st March, 2023

	Particulars	Note	As at 31st March 2023 EUR	As at 31st March 2022 EUR
I	**ASSETS**			
(1)	**Non-current assets**			
	a) Property, plant and equipment	1	269.889	321.626
	b) Intangible assets	1	3.361	4.162
	c) Right of use assets	1	233.906	83.234
	d) Financial assets		0	0
	(ii) Other financial assets	2	22.100	22.100
	e) Other non-current assets		0	0
			529.256	**431.122**
(2)	**Current assets**			
	a) Financial Assets			
	(i) Trade Receivables	3	935.007	1.207.987
	(ii) Cash and Cash Equivalents	4	1.237.306	5.362 .956
	iii) Other bank balances	4	20.023.551	18.845.545
	iv) Contract assets	5	3.105.905	1.406.888
	v) Other financial assets	6	1.694.889	28.174
	b) Other Current Assets	7	366.119	323 .513
			27.362.777	**27.175.062**
	TOTAL		**27.892.033**	**27.606.184**
II.	**EQUITY AND LIABILITIES**			
	(1) Shareholders' funds			
	a) Equity Share Capital	8	1.000.000	1.000.000
	b) Other Equity	9	19.754.414	22.296.879
			20.754.414	**23.296.879**
	(2) Non-current liabilites			
	a) Provisions	10	31.851	31.851
	b) Liabilities of Lease	10	29.332	82.977
	c) Deferred tax liabilities		21.310	31.384
			243.006	**92.567**
	(3) Current liabilities			
	a) Financial Liabilities			
	(i) Trade payables	11	1.329.500	921.481
	(ii) Other financial liabilities	12	175.563	215.739
	b) Current Provision	13	138.294	96.350
	c) Current liabilities of Lease		50.628	57.011
	d) Other non-financial liablilties	15	725.000	0
	e) Current tax-liabilities	14	573.083	372.883
	(i) Contract liabilty	5	3.902.545	2.553 .273
			6.894.612	**4.216.738**
	TOTAL		**27.892.033**	**27.606.184**

See accompanying notes part of the condensed financial statements .

For TKM Global GmbH
Amar Patnaik
Global Head

Hamburg, 06.04.2023

TMILL Group of Companies

TKM GLOBAL GMBH

Statement of the Profit and Loss for the period ended 31st March 2023

	Particulars	Note	For the quarter ended		For the period ended	
			31.3.2023	31.3.2022	31.3.2023	31.3.2022
			EUR	EUR	EUR	EUR
	Income from Operations	16	2.154.431	2.376.282	8.157.850	8.990.549
	Other Income	17	112.857	-28.906	133.379	-3.763
I.	**Total Income**		**2.267.289**	**2.347.376**	**8.291.228**	**8.986.785**
II.	**Expenses**					
	Employee benefits expense	18	250.351	219.091	947.515	931.678
	Finance costs	19	62.478	-12.426	55.965	-42.291
	Operational expenses	20	1.521.772	1.754.322	S.!I75.810	6.511.621
	Depreciation	21	27.202	31.984	125.857	120.709
	Other Expenses	22	40.204	75.511	309.320	254.559
	Total Expenses		**1.902.007**	**2.068.482**	**7.314.468**	**7.776.276**
III.	**Profit before Tax (III-IV)**		**365.282**	**278.894**	**976.761**	**1.210.509**
IV.	**Tax Expense**					
	Current tax actual period	23	129.182	90.133	329.300	342.399
	Current tax prior years	24	0	12.700	0	81.127
	Deferred tax	25	-19.990	113	-10.074	24.826
	Total taxes		**109.192**	**102.946**	**319.226**	**448.352**
V.	**Profit after Tax**		**256.090**	**175.948**	**657.535**	**762.157**
VI.	**Other Comprehensive income**		-	-	-	-
VII.	**Earnings per share**	26	2.561	1.759	6.575	7.622

The accompanying notes form an Integral part of these ind AS financial statements.

For TKM Global GmbH
Amar Patnaik
Global Head

Hamburg, 06.04.2023

TKM GLOBAL GMBH

Statement of Changes in Equity for the period 31st March 2023

	Share capital	Reserves and surplus	Total
Balance as 01.04.2021	**51.129 €**	**762.157 €**	**762.157 €**
Comprehensive income			
a) profit for the period	--		
b) Dividends paid	--	250.565 €	250.565,00 €
c) Transfer equity	948.871 €	948.871 €	-
Balance as 31.03.2022	**1.000.000 €**	**22.296.879 €**	**23.296.879 €**
Balance as 31.04.2022	**1.000.000 €**	**22.296.879 €**	**23.296.879 €**
Comprehensive income			
a) Profit for the period	-	657.535 €	657.535 €
b) Dividends paid	-	3.200.000 €	3.200.000 €
c) Transfer equity	-	-	--
		-	
Balance as 31.03.2023	**1.000.000 €**	**19.754.414 €**	**20.754.414 €**

For TKM Global GmbH
Amar Patnaik
Global Head

Hamburg, 06.04.2023

TMILL Group of Companies

TKM GLOBAL GMBH

Condensed Cash Flow Statement for the period ended 31st March 2023

Sl. No.	Particulars	Notes No.	For the period ended 31st March 2023 EUR	For the year ended 31st March 2022 EUR
A.	**Cash Flows from Operating Activities**			
	Profit/Loss before Tax		976.761	1.210.509
	Adjustment for :			
	depreciation		125 .857	120.709
	interest of lease		4.085	1.075
	loss on disposal fixed assets		0	-1.944
	gain of disposal of financial assets		0	0
	unrealised currency gain/loss		6.337	-81.102
	interest income / expenses		-124.924	9.989
	Operating profit before Working Capital		**988.116**	**1.259.237**
	Adjustment for:			
	Trade and other receivables		-3 .149 .949	-752.409
	Trade payable and other liabilities		2.553.202	98.422
	Cash generated from Operations		**391.368**	**605.250**
	Taxes paid actual period		-129.100	-100.533
	Taxes paid prior period		0	0
	Taxes received actual period		0	0
	Taxes received prior period		0	0
	Net Cash from operating activities		**262.268**	**504.717**
B.	**Cash Flows from investing activities**			
	Purchase of disposal fixed assets		-19.565	-128.782
	Purchase of financial assets more than 12 months		0	0
	Purchase of financial assets more than 12 months		0	0
	Paid in of disposal financial assets		0	0
	Purchase of subisidaries		0	0
	Movements in other financial assets		0	0
	Movements in fixed deposits more than 3 less 12 months		-1.178 .006	-948.421
	Sale of fixed assets		523	7.143
	interest received		5.908	-1.052
	Net Cash used in investigation activities		**-1.191.141**	**-1.071.113**
C.	**Cash Flow from financing activities**			
	Repayment of long term loan		0	0
	Interest paid		0	0
	Payment Dividend		-3.200.000	-250.565
	Net Cash introduced from financing activities		**-3.200.000**	**-250.565**
	Net increase in Cash & Cash equivalents (A+B+C)		**-4.128.873**	**-816.961**
	Effect of exchange rate changes on cash and cash equivalents		3.223	**80.722**
	Cash and cash equivalents at the beginning of the reporting period		5.362 .956	6.099.195
	Cash and cash equivalents at the end of the reporting period		**1.237.306**	**5.362.956**

For TKM Global GmbH
Amar Patnaik
Global Head

Hamburg, 06.04.2023

TKM GLOBAL GMBH

Notes to the Financial Statements for the year ended 31st March 2023

1. GENERAL INSTRUCTIONS FOR FINANCIAL STATEMENT

Legal status and business activity

a) TKM Global GmbH (Company) was incorporated on 8th November 1994 in the Local Court of Frankfurt under company registration number HRB 48316. With date of 22nd October 2004 the company changed the registered address from Frankfurt to Hamburg. Currently the company is registed in the local court of Hamburg (HRB 90039). TKM Global is an unlisted public limited company incorporated in Esplanade 41, 20354 Hamburg, Germany. The establishment is a wholly owned subsidiary of TKM Global Logistics LTd., with effect from 1st March 2005. With date of 13th March 2007 TKM Overseas Transport (Europe) GmbH changed its company name to TKM Global GmbH. With date of 1st October 2011 the company opened a branch office in Frankfurt. The Branch in Frankfurt has been closed. With effect from 10. September 2021 the company has increased the equity of EUR 1.000.000,00.

b) The company's principal activity is performing national and international transports of all kinds, by air, ocean, road, supply chain management and related logistics activities lieke warehousing, packing, etc. The company is entitled to execute all appropriate activities. The company is also entitled to represent other companies, to hold interest and establish subsidiaries.

c) The functional and presentation currency of the Company is EURO which is the primary economic enviroment in which the Company operates.

2. SIGNIFICANT ACCOUNTING POLICIES

a) Compliance with Ind AS

The Financial Statement comply in all material aspects except of the information on personnel compensation required to be disclosed by IND AS 24 p17 (a) - € with Indian Accounting Standdards (Ind AS) notified under section 133 of the Companies Act (the Act), There are not changes in the status of assets, finance and income by using Ind AS the first time.

b) Historical Cost Convention

The Financial Statement have been prepared on a historical cost basis, except for certain financial assets and liabilities which are measured at fair value

c) Current versus Non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

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

All other assets are classified as non-current.

A liabiltiy is classified as current when:

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

All other liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current

d) Property, Plant and Equipment

An item of property, plant and equipment is recognised as an asset if it is probable that future economic benefits associated with the item will flow to the Company and its cost can be measured reliably. This recognition principle is applied to the costs incurred initially to acquire an item of property, plant and equipment and also to costs incured subsequenty to add to, replace part of, or service it. All other repair and maintenance costs, including regular servicing, are recognisesd as an expense in the Statement of Profit and Loss as incurred. When a replacement occurs, the carrying amount of the replaced part is derecognised. Property, plant and equipment are stated at cost, less accumulated depreciation and impairment losses. Cost includes direct costs and expenditures incurred to bring the asset to its working condition and location for its intended use.

TKM GLOBAL GMBH

Notes to the Financial Statements for the year ended 31st March 2023

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

Depreciation Method and Estimated Useful Lives

Depreciation of property, plant and equipment is calculated on pro-rata using the straight-line method to allocate their cost, over their estimated lives. The useful lives determined are in line with useful lives prescribed in Schedule II to the Act, except in respect of vehicle and certain plant and equipment, after taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, etc.

The details of estimated life for each category of assets are as under:

Type of asset	estimated life
Furniture and fixture	10 years
Vehicles - Four Wheeler	8 years
Office Equipment	5 years
Computers	3 years

The useful lives, residual values and the method of depreciation of property, plant and equipment are reviewed, and adjusted if appropriate, at the end of each reporting period. Gains or losses on disposals are determined as differences between sale proceeds and carrying value of such items and are recognised in the statement of Profit and Loss within" Other income/other expenses".

Advanced paid towards the acquisitation of property, plant and equipment outstanding at each balance sheet date is classified as "Capital advances"

e) Intangible assets

Software for internal use, which is primarily acquired from third-party vendors is capitalized. It has a finite useful life and are stated at cost less accumulated amortisation and accumulated impairment losses, if any. Subsequent costs associated with maintaining such software are recognised as expenses as incurred. Cost of software includes licence fees and cost of implementation /system integration services, where applicable.

Amortisatlon method and period

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

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

f) IND AS 116 Lease

Effective April 1, 2019 the Company adopted In AS 116 "Leases" and applied the standard of all lease contracts exsiting on April I, 2019 using modified retrospective method and is mearured at an amount equal to lease lia bility on the date of initial application Consequently, the Company recorded the lease liability at the present value of lease payments discounted at the borrowing rate at the date of inital application ,

The office rooms and a vehicle have been recognised in this asset class.

Amortisation method and period

Right of Use assets are amortised with over a period of the period of use of the assets. The office rooms contract has a period of 5 years and the lease contract of the vehicle has period of 3 years. Amortisation is recognised on a straight-line basis over the period of the contracts. Gains or losses arising from derecognition of an intangible asset, measured as differences between the net disposal proceeds and the carrying amount of the asset, are recognised in Statement of Profit and Loss.

Notes to the Financial Statements for the year ended 31st March 2023

g) Impairment of Non-financial assets

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

h) Financial Instruments

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

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

Classification

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

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

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

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

Measurement

At initial recognitiation, the company measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit and loss, transaction costs that are directly attribute to the acquistion of the financial asset. Transaction costs of financial assets carried at fair value through profit and loss are recognised as expenses in the statement of Profit and Losses.

Debt instruments

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

Impairment of financial assets

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

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

Derecognition of financial assets

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

Notes to the Financial Statements for the year ended 31st March 2023

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

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

Fair value of financial instruments

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

Offsetting financial Instruments

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

I) Trade Receivables

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

J) Cash and Cash Equivilant

Cash and cash equivalents comprise cash and bank balance in bank current accounts, bank deposits free of encumbrance with a maturity date of three months or less from the date of deposit and highly liquid investments with a maturity of three months or less from the date of investment.

k) Trade Payables

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

I) Provisions

Provisions are recognised when the establishment has a present obligation as a result of past event and it is probable than an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the reporting date taking into account the risks and uncertaintes surrounding obligation.

m) Employee benefit costs

Liabilities for short-term employee benefits, that are expected to be settled wholly within 12 months after the end of period in which the employees render the related service, are recognised in respect of employee's services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilites are settled.

The liabilities are presented under "Other financiai Liabilities" .

n) Sales of Service and other Operating Revenue

Revenue from sale of services and other operating revenue are recognised when services are transferred to the customer i.e. when the Company satisfies the performance obligation with respect to the services being rendered, risk of loss have been transferred to the

TKM GLOBAL GMBH

Notes to the Financial Statements for the year ended 31st March 2023

customer and either the customer has accepted the services in accordance with the contract or the acceptance provisions have elapsed or the company has objective evidence that all criteria for acceptance have been satisfied. Revenue from sale of service are recognised based on the price specified in the contract, which is fixed. No elements of financing is deemed present as the sales are made against the receipt of advance or with an agreed credit period, which is consistent with the market practices. A receivable is recognised when the services are transferred, as this is the point in time that the consideration is unconditional because only passage of time is required before payment is due.

The company does not have any contracts where the period between the transfer of the promised goods or services to the customer and payment by the customer exceeds one year.

As a consequence, the Company does not adjust any of the transaction prices for the time value of money.

o) Contract assets

A Contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Establishment performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised from the earned consideration that is conditional. The contract assets are transferred to receivable when the rights become unconditional.

p) Contact liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Establishment has received consideration from the customer. If a customer pays consideration before the Establishment transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Establishment performs under the contract.

q) Interest income

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

r) Foreign currency transaction

Transactions in foreign currencies are translated in Euro at the rate of exchange ruling on the date of the transactions. Monetary assets and liabilities expressed in foreign currencies are translated in Euro at the rate of exchange ruling at the balance sheet date. Gains or losses resulting from foreign currency transactions are taken on the income statement.

s) Equity

Share capital is recorded at the value of proceeds received towards interest in share capital of the company.
Last year in the statement of Profit and loss was an formular error in Earning per share.
This error has been corrected in the actual profit and loss statement.

t) Share-based payments

There are no share-based payments

u) Current and deferred taxes

<u>Taxes on income</u>

Current tax is calculated under the tax payable method on the taxable income for the period as determined in accordance with the provisions of the German Corporate Income Tax Code.

<u>Deferred tax</u>

Deferred tax is recognised on timing differences; being the differences between taxable income and accounting that originate in one period and are capable of reversal in one or more subsequent periods.

<u>Value added tax</u>

As per German tax laws, VAT will be charge on 19% (16 % for the second half on 2020) standard rate or 0% on every taxable supply.
The company is required to file its VAT returns and compute the payable tax {which is output tax less input tax) for tax period, which is quarterly.

TKM GLOBAL GMBH

Notes to the Financial Statements for the year ended 31st March 2023

v) Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker (CODM) .The board of director is collectively the CDOM. Based on the synergies, risks, and returns associated with business operations and in terms of Ind AS 108, the CDOM of the company has assessed that the company is predominantly engaged in the business of a single reportable segment of Logistics Service Provider during the year.

3. USE OF ESTIMATES AND CRITICAL ACCOUNTING JUDGEMENTS

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

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

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

The areas involving critical estimates or judgements are:

a) Estimation of Expected Useful Lives and Residual Values of Property, Plant and Equipment

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

b) Impairment of Trade receivables

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

c) Contingencies

Legal proceedings covering a range of matters are pending against the company. Due to the uncertainty inherent in such matters, it is often difficult to predict the final outcomes. The cases and claims against the company often raise difficult and complex factual and legal issues that are subject to many uncertainties and complexities, including but not limited to the facts and circumstances of each particular case and claim, the jurisdiction and the differences in applicable law, in the normal course of business.

The company accrues a liability when it is determined that an adverse outcome is probable and the amount of the loss can be reasonably estimated. In the event an adverse outcome is possible or an estimate is not dermlnable, the matter is disclosed.

d) Deferred Taxes

Deffered income tax expense is calculated based on the differences between the carrying value of assets and liabilies for financial reporting purposes and their respective bases that are considered temporary in nature.

Valuation of deferred tax assets is dependent on management's assessment of future recoverability of the deferred tax benefit. Expected recoverability may result from expected taxable income in the future, planned transactions or planned optimizinng measures. Economic conditions may change and lead to different conclusion regarding recoverability.

TKM GLOBAL GMBH

Notes to the Financial Statements for the year ended 31st March 2023

NOTE 1: TANGIBLE AND INTANGIBLE ASSETS

CURRENCY: EUR

	Gross Block				Depreciation				Net Block
	As at 01.04.2022	Additions	Deduction/ Disposals	As at 31.12.2023	As at 01.04.2022	For the period	on deduction /adjustment	As at 31.03.2023	As at 31.03.2023
Equipment	79.073	8.701	-523	87.251	44.526	14.458	-9	58.975	28.277
Funiture & Fixture	280.913	10.864	0	291.777	105.686	27.822	0	133.508	158.271
Vehicles	180.291	0	0	180.291	68.440	28.509	0	96.949	83.341
Property, plant and equipment	**540.277**	**19.565**	**-523**	**559.319**	**218.652**	**70.789**	**-9**	**289.432**	**269.889**
Software	27.525	0	0	27.525	23.363	801	0	24.164	3.361
Intagible assets	**27.525**	**0**	**0**	**27.525**	**23.363**	**801**	**0**	**24.164**	**3.361**
Right of Use	297.308	269.674	-249.099	317.883	214.074	54.258	-184.356	83.976	233.906
Right of Use assets	**297.308**	**269.674**	**-249.099**	**317.883**	**214.074**	**54.258**	**-184.356**	**83.976**	**233.906**

	Gross Block				Depreciation				Net Block
	As at 01.04.2021	Additions	Deduction/ Disposals	As at 31.03.2022	As at 01.04.2021	For the period	on deduction /adjustment	As at 31.03.2022	As at 31.03.2022
Equipment	69.074	10.842	-843	79.073	29.607	15.094	-175	44.526	34.547
Funiture & Fixture	267.754	13.159	0	280.913	79.313	26.372	0	105.686	175.227
Vehicles	116.818	101.928	-38.455	180.291	98.465	8.430	-38.454	68.440	111.851
Property, plant and equipment	**453.646**	**125.929**	**-39.298**	**540.277**	**207.386**	**49.896**	**-38.629**	**218.652**	**321.626**
Software	24.672	2.853	0	27.525	22.734	629	0	23.363	4.162
Intagible assets	**24.672**	**2.853**	**0**	**27.525**	**22.734**	**629**	**0**	**23.363**	**4.162**
Right of Use	301.840	0	-4.532	297.308	143.890	70.184	0	214.074	83.234
Right of Use assets	**301.840**	**0**	**-4.532**	**297.308**	**143.890**	**70.184**	**0**	**214.074**	**83.234**

NOTE 2: OTHER FINANCIAL ASSETS	As at 31st March 2023	As at 31st March 2022
Security deposit	22.100	22.100
	22.100	**22.100**

NOTE 3: TRADE RECEIVABLE	As at 31st March 2023	As at 31st March 2022
Trade receivable considered good - unsecured	1.001.487	1.276.538
Trade receivable - credit impaired	-66.480	-68.552
thereof exceeding more than 6 months		
Less: allowance for doubtful depts third parties	0	0
less: allowance for doubtful depts related parties	-56.930	-55.952
Less: lump-sum allowance	-9.550	-12.600
	935.007	**1.207.986**

NOTE 4: CASH AND BANK BALANCES	As at 31st March 2023	As at 31st March 2022
Balances with banks	1.232.228	5.360.294
Cash on hand	5.078	2.662
Cash and Bank balances	**1.237.306**	**5.362.956**
Fixed deposits less than three months	0	1.813.097
Other bank balances (Fixed deposits more than 3 months and less 12 months)	20.023.551	17.032.448
	21.260.857	**24.208.500**

TKM GLOBAL GMBH

Notes to the Financial Statements for the year ended 31st March 2023

CURRENCY: EUR

NOTE 5: CONTRACT ASSETS/LIABILITIES	As at 31st March 2023	As at 31st March 2022
Contract assets relating to costs incurred to fulfill a contract	3.105.905	1.406.888
Contract liabilities relating to advance received a fulfill a contract	3.902.545	2.553.273
	796.640	**1.146.385**

NOTE 6: OTHER FINANCIAL ASSETS	As at 31st March 2023	As at 31st March 2022
Accrued interest	121.548	2.662
Overpaid creditors	0	22.363
Interest on loan advances	0	0
Expected payment transfer	0	760
Customs money in transit	0	493
Travel advances to personal	60,763	1.012
Prepayment of suppliers	1.512.579	885
	1.694.889	**28.174**

NOTE 7: OTHER CURRENT ASSETS	As at 31st March 2023	As at 31st March 2022
Tax refunds corporation tax previous years	141.941	139.372
Tax refunds city tax previous years	113.178	113.178
Tax prepayment city and corporation tax		0
Calculated taxes		0
Tax refunds VAT	62.305	39.386
Deferred Tax	0	0
Prepayment and deferred charges	48.694	31.577
	366.119	**323.513**

NOTE 8: SHARE CAPITAL	As at 31st March 2023	As at 31st March 2022
Authorised issued and paid up	1.000.000	1.000.000
	1.000.000	**1.000.000**

NOTE 9: RESERVES AND SURPLUS	As at 31st March 2023	As at 31st March 2022
Profit brought forward	22.954.414	22.547.444
Payment dividend	-3.200.000	-250.565
Surplus reserve	0	0
	19.754.414	**22.296.879**

NOTE 10: NON CURRENT LIABILITIES	As at 31st March 2023	As at 31st March 2022
Long-term provision for storage of records	31.851	31.851
Lease liabilities	189.845	29.332
	221.696	**61.183**

NOTE 11: TRADE PAYABLES	As at 31st March 2023	As at 31st March 2022
For operation	850.211	533.787
For accrued wages and salaries	479.289	387.694
	1.329.500	**921.481**

NOTE 12: OTHER FINANCIAL LIABILITIES	As at 31st March 2023	As at 31st March 2022
Overpaid debtor	372	0
Others	175.191	215.739
	175.563	**215.739**

NOTE 13: CURRENT PROVISIONS	As at 31st March 2023	As at 31st March 2022
Provision for accounting and audit	138.294•	96.350
	138.294	**96.350**

TKM GLOBAL GMBH

Notes to the Financial Statements for the year ended 31st March 2023

CURRENCY: EUR

NOTE 14: INCOME TAX	As at 31st March 2023	As at 31st March 2022
Tax-Profit before Tax of the year	976.761	1.210.509
Income Tax Expense calculated at 32,275%	315.250	390.692
Net Effect of deffered tax assets and liabilities		0
Effect of expenses that are not deductable	9.064	1.166
Effect of offsetting foreign withholding tax	0	0
Effect of other terms	7.032	52
Effect of tax taken forwarded	0	0
Effect of valuation foreign currency receivables, payables and cash items	-2.045	-48.807
Income tax Expense of the period	**329.300**	**342.399**
Income Tax coporate tax and Soli	161.962	167.221
Prepayment Corporate Tax and Soli	-63.300	-63.300
Note 6	**98.662**	**103.921**
Income Tax City Tax Hamburg	**167.338**	**173.800**
Prepayment City Tax	-65.800	-65.800
	101.538	108.000
(Withholding tax)		**0**
Current tax-refund (-)	**200.200**	**211.921**

NOTE 15: DEFERRED TAX	31.03.2021	changes/credit of the period	31.03.2022	changes/credit of the period	31.03.2023
Deferred tax assets					
Converting market to market cash, bank balances	154	-154	0	0	0
Converting market payables	21	-3	18	-18	0
Converting other assets	123	-123	0	0	0
Converting other liabilities	21.750	-3.449	18.301	-12.598	5.703
Current assets	2.541	-2.524	17	25	42
FX converting market receivables	257	-257	0	4.024	4.024
Liability of lease	26.634	-17-219	9.416	67-775	77.191
	51.480	**-23.729**	**27.752**	**59.208**	**86.960**
Deferred tax liablities					
FX converting markt receivables	0	-660	660	-660	0
FX converting other assets	0	0	0		0
FX converting markt payables	0	0	0	-15.970	-15.970
Converting other liabilities	0	0	0	0	0
Provision storrage	-1.268	450	-818	0	-818
Property, plant, equipment and intangible asset	-6_069	887	-5.182	1.202	-3.980
Converting markt to markt cash, bank balances	0	-25.757	-25.757	-1.041	-26.798
Right of Use	-50.702	23.984	-26.718	-48.364	-75.082
	-58.039	**-1.096**	**-57.815**	**-64.833**	**-122.648**
Deferred tax (charge)/credlt		**-24.825**		**-5.625**	
Deferred tax (liability)/Asset (net)	**-6.558**		**-30.064**		**-35.690**

NOTE 14: CURRENT PROVISIONS	As at 31st March 2023	As at 31st March 2022
Tax prepayment city and corporation tax	-129.100	**0**
Calculated taxes 30.09.22/30.06.2022 I 31.12.2022/ 31.03.23	329.300	341.021
provison for prior taxes	372.883	160.962
withholding taxes for dividende payments	0	0
	573.083	**372.883**

TMILL Group of Companies

TKM GLOBAL GMBH

Notes to the Financial Statements for the year ended 31st March 2023

CURRENCY: EUR

NOTE 15: OTHER NON FINANCIAL LIABILITIES	As at 31st March 2023	As at 31st March 2022
Prepayment of JLR	725.000	**0**
Prepayment of customer	0	0
	725.000	**0**

NOTE 16: INCOME FROM OPERATIONS	For the quarter ended		For the period ended	
	31.03.2023	31.03.2022	31.03.2023	31.03.2022
Freight	2.154.431	2.376.282	8.157.850	8.990.549
	2.154.43	**2.376.282**	**8.157.850**	**8.990.549**

NOTE 17: OTHER INCOME	For the quarter ended		For the period ended	
	31.03.2023	31.03.2022	31.03.2023	31.03.2022
Interest	82.394	-5.965	124.924	-9.989
Other income	30.463	-22.941	8.455	6.226
	112.857	**-28.906**	**133.379**	**-3.763**

NOTE 18: EMPLOYEE BENEFITS EXPENSE	For the quarter ended		For the period ended	
	31.03.2023	31.03.2022	31.03.2023	31.03.2022
Salaries and social welfare expenses	250.351	219.091	947.515	931.678
	250.351	**219.091**	**947.515**	**931.678**

NOTE 19: FINANCE COSTS	For the quarter ended		For the period ended	
	31.03.2023	31.03.2022	31.03.2023	31.03.2022
Applicable net gain/loss on foreign	63.023	-12.664	53.972	-32.405
Interest on lease liabilities	1.546	239	4.085	1.075
Currency transaction	-2.067	0	-2.067	-10.961
Interest on tax payment recent years	-25	0	-25	0
	62.478	**-12664**	**55.965**	**-42.291**

NOTE 20: OPERATIONAL COSTS	For the quarter ended		For the period ended	
	31.03.2023	31.03.2022	31.03.2023	31.03.2022
Freight	1.521.772	1.754.322	5.875.810	6.511.621
	1.521.772	**1.754.322**	**5.875.810**	**6.511.621**

NOTE 21: DEPRECIATION AND AMORTISATION	For the quarter ended		For the period ended	
	31.03.2023	31.03.2022	31.03.2023	31.03.2022
Depreciation on tangible and intangible assets	27.202	31.984	125.857	120.709
	27.202	**31.984**	**125.857**	**120.709**

NOTE 22: OTHER EXPENSES	For the quarter ended		For the period ended	
	31.03.2023	31.03.2022	31.03.2023	31.03.2022
Office	23.795	23.374	111.552	97.481
General sales and administration	-38.071	-8.829	87.918	21.004
Business development of promotion	19.650	8.385	41.705	22.685
Legal, accounting and secreterial	38.763	52.615	70.217	107.754
loss on debtors	-3.932	-35	-2.072	5.635
	40.204	**75.511**	**309.320**	**254.559**

TKM GLOBAL GMBH

Notes to the Financial Statements for the year ended 31st March 2023

CURRENCY: EUR

NOTE 23: CURRENT TAX ACTUAL PERIOD	For the quarter ended		For the period ended	
	31.03.2023	31.03.2022	31.03.2023	31.03.2022
Corporation tax and solditriy surcharge	63.844	45.927	161.962	167.221
City tax	65.338	44.206	167.338	173.800
Withholding tax	0	0	0	1.378
	129.182	**90.133**	**329.300**	**342.399**

NOTE 24: TAX FOR PRIOR PERIODS	For the quarter ended		For the period ended	
	31.03.2023	31.03.2022	31.03.2023	31.03.2022
Corporation tax and solditriy surcharge	0	0	0	42.411
City tax	0	12.700	0	38.716
Withholding tax	0	0	0	0
	0	**12.700**	**0**	**81.127**

NOTE 25: DEFERRED TAXES	For the quarter ended		For the period ended	
	31.03.2023	31.03.2022	31.03.2023	31.03.2022
Difference between German tax and IndAS	-19.990	113	-10.074	24.826
	-19.990	**113**	**-10.074**	**24.826**

NOTE 26: EARNING PER SHARE	For the quarter ended		For the period ended	
	31.03.2023	31.03.2022	31.03.2023	31.03.2022
Profit after tax for continuing operations	256.090	175.948	657.535	762.157
Profit atrributable to shareholder	256.090	175.948	657.535	762.157
Weight average no. of share for basic	100	100	100	100
	2.561	**1.759**	**6.575**	**7.622**

1. Fair Value Measurements

a) Financial Instruments by Category

The following table presents carrying amount and fair value of each category of financial asset and liabilities as 31.03.2022

		31.03.2023 Fair value	31.03.2023	31.03.2022 Fair Value	31.03.2022
a) Financial Assets					
Assets Carried at Amortised Costs					
i) Trade receivables	3	935.007	935.007	1.207.986	1.207.986
ii) Cash and cash equivalents	4	1.237.306	1.237.306	7.176.052	7.176.052
iii) Other bank balances	4	20.023.551	20.Q23.5SI	17.032.448	17.032.448
iv) Other financial assets	5	1.694.889	1.694.889	28.174	28.174
Total Financial Assets		**23.890.753**	**23.890.753**	**25.444.661**	**25.444.661**

		31.03.2023 Fair value	31.03.2023	31.03.2022 Fair Value	31.03.2022
b) Financial Liabilities					
Liabilities Carried at Amortised Costs					
i) Trade payables	10	1.329.500	1.329.500	921.481	921.481
ii) Other financial liabilities	11	175.562	175.563	215.739	215.739
Total Financial Liabilities		**1.505.062**	**1.505.063**	**1.137.220**	**1.137.220**

b) Fair Value Measurement

The fair values of financial assets and liabilities are included at the amount that would be received to sell an asset or paid to transfer a liablity in an orderly transaction between market participants at the measurement date. Methods and assumptions used to estimate the fair values are consistent with those used for the quater ended 31 March 2023

TKM GLOBAL GMBH

Notes to the Financial Statements for the year ended 31st March 2023

CURRENCY: EUR

The following methods and assumptions were used to estimate the fair value

i) In respect of investments in mutual funds, the fair value represents net asset value as stated by the issuers of these mutual fund units in the publised statement. Net asset values represent the price at which the issuer will issue the further units in the mutual fund and the price at which issuers will redeem such units from the investors. Accordingly, such net asset values are analogous to fair market value with respect to these investments, as transactions of these mutual funds are carried out at such prices between investors and the issuers of these units of mutual funds.

ii) In respect of security deposits given and security deposits accepted which are non-interest bearing, the company has used discounted cash flows to arrive at fair value at the Balance Sheet date.

iii) The management assessed that fair values of trade receivables, cash and cash equivalents, other bank balances, other financial assets (current), trade payables, borrowings (current) and other financial liabilities (current), approximate to their carrying amounts largely due to the short-term maturities of these instruments.

c) Fair Value Hierachy

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

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

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

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

2. Financial Risk Management

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

This note explains the sources of risk which the entity is exposed to and how the entity manages the risk. The board of and agees policies for managing each of these risks, which are summarised below:

a) Credit Risk

Credit risk refers to the risk of default on its obligation by the counterparty resulting in a financial loss. The company is exposed to credit risk from its operating activities (primarily Trade Reveivables) and from its investing activities (primarly Term Deposits with banks).

Trade receivables

Trade receivables are typically unsecured and are derived form revenue earned from customers. Customer credit risk is managed centrally and is subject to the company's policy and procedures which involve credit approvals, establishing credit limits and continuously monitoring the credit worthiness of customers to which the company grants credit terms in the normal course of business Outstanding customer receivables are regulary monitored. The company uses expected credit loss model to assess the impairment loss.

The company uses a provision matrix to compute the expected credit loss allowance for trade receivables. The provision matrix takes into account available external and intenal credit risk factors and the company's historical experience with customers.

TKM GLOBAL GMBH

Notes to the Financial Statements for the year ended 31st March 2023

CURRENCY: EUR

Other financial assets

Credit risk from balance with banks, term deposits, loans and investments is managed by company's finance department . Investments of surplus funds are made only with approved counterparties, who meet the minimum threshold requirement.

The company's maximum exposure to credit risk for the components of the Balance Sheet as 30 September 2019 and 30.09.2018 is the carrying amounts.

Net Gains/Net osses on Financial Assets measured at amortised Cost

Reconciliation of Loss Allowance Provision	31.03.2023	31.03.2022
Opening Balance	68.552	129.072
Loss Allowance during the year		
Bad debts during the year adjusted with provisions	-2.072	106.552
Closing Balance	**66.480**	**68.552**

Other income	For the quarter ended		For the period ended	
	31.03.2023	31.03.2022	31.03.2023	31.03.2022
Interest	82.394	-5.965	124.924	-9.989
	82.394	**-5.965**	**124.924**	**-9.989**

b) Liquidity risk

Liquidity risk is the risk that the company may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses. The company's objective is to, at all times maintain optimum levels of liquidity to meet its cash and collateral requirements.

The company closely monitors its liquidity position and maintains adequate sources of financing.

c) Market risk

i) foreign currency exchange rate risk:
Foreign currency risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The company transacts business in local and foreign currency.
The company closely monitors its assets and liabilities in foreign currency and carries out activities if assets and liabilities in foreign currency exceed certain limits.

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

3. Capital Management

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

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

TKM GLOBAL GMBH

Notes to the Financial Statements for the year ended 31st March 2023

CURRENCY: EUR

Earning per share	For the quarter ended		For the period ended	
	31.03.2023	31.03.2022	31.03.2023	31.03.2022
Profit after tax for continuing operations	256.090	175.948	657.535	762.157
Profit attributable to shareholder	256.090	175.948	657.535	762.157
Weight average no. of share for basic	100	100	100	100
	2.561	**1.759**	**6.575**	**7.622**

Last year in the statement of profit and loss there was a formula error in Earning per share.

This error has been corrected in the actual profit and loss statement.

7. Related parties

Related parties comprise the following

Parent company	TKM Global Logistics Ltd.
Ultimate parent company	Tata Steel Limited
	TM International Logistics Ltd.
Director of TKM Global GmbH	Mr. Amar Patnaik
Joint Ventures of ultimate Parent Company	IQ Martrade Holding and Management
	GmbH, Germany
	NYK Holding (Europe) B.V. Netherlands
Fellow Subsidiaries	International Shipping and Logistics . FZE, Dubai

Transaction with related parties

Transaction (services rendered)	For the quarter ended		For the period ended	
	31.03.2023	31.03.2022	31.03.2023	31.03.2022
TKM India	46.292	20.294	105.096	40.314
TMILL	0	0	-45.443	45.443
Tata Steel, India	56.166	231.362	372.667	1.343.156
Tata Limited London	1.362.158	1.218.040	7.058.479	6.145.985
Tata Sons	0	0	0	0
Tata Taco Nanjing	9.829	0	68.889	0
Tata Hitach	0	0	0	0
ISL Dubai	0	0	4.521	6.379
Valtas	0	0	0	0
TKM China	0	0	0	90
Direct costs (service availed)				
TKM India	22.461	35.119	157.520	150.962
TMILL	0	0	0	0
Tata Steel, India	0	0	0	0
Tata Limited London	0	0	0	0
Tata Sons	0	0	0	0
Tata Tacon Nanjing	0	0	0	0
ISL Dubai	0	795.501	1.580.513	5.143.847
TKM China	510.884	1.503.475	2.896.914	3.398.087

Outstanding trade receivables	For the quarter ended 31st March 2023	For the period ended 31st March 2022
TKM India	45.232	21.642
-doubtful debts TKM India	-13.952	-13.952
TMILL	0	0
ISL	0	0
Tata Group Indien	148.922	84.497
-doubtful debts Tata Steel	-42.000	-54.600
Tata London	223.710	-598.104
TATA Steel NL	97.561	0
Taco Nanjing	86.306	45.596
TKM China	0	0

TKM GLOBAL GMBH

Notes to the Financial Statements for the year ended 31st March 2023

Outstanding payable receivable	545.779	-514.921
TKM India	29.946	28.562
Tata Steel, India	56.881	56.881
Tata limited London	0	0
TMILL	0	0
Taco Nanjing	0	84.629
TKM China	265.555	192.465
Outstanding	**352.382**	**362.537**
Contract liabilities		
Tata limited London	3.902.545	2.553.273

8.

Contingent Liabilities	As at 31st March 2023	As at 31st March 2022
Banker Letter Guarantee	66.048	66.048
	66.048	**66.048**

Approved by managing directors on

For TKM Global GmbH

TKM Global China Limited

CORPORATE INFORMATION

As on 1st April, 2023

Board of Directors
Mr. Dinesh Shastri
Mr. Amar Patnaik
Mr. Nandan Nandi

Management Team
Mr. Chirag Bijlani- General Manager

Auditors
M/s. Shanghai Jia Liang, CPAs

Registered Office:
Room# 513, 5/F, Silver Court Building,
No. 228 South Xizang Road, Huangpu
District, Shanghai, 200021, P.R.China.

Tel: +8621 6415 5365

Bankers
HSBC Bank

TKM GLOBAL CHINA LIMITED
DIRECTORS' REPORT

TO THE MEMBERS,

The Directors hereby present their eleventh report on the business and operations of the Company and the financial accounts for the year ended 31st March 2023.

The Company was formed on 25th June 2008 with limited liability based on the Foreign-Invested Enterprise law of the People's Republic of China. The business license was issued by Shanghai Administration for Industry and Commerce of the PRC.

The Company is a wholly owned subsidiary of TKM Global Logistics Limited, which is incorporated in India.

FINANCIAL HIGHLIGHTS

Particulars	31.03.2023 Amount in INR	31.03.2023 Amount in RMB	31.03.2022 Amount in INR	31.03.2022 Amount in RMB
Revenue	432,676,713	37,624,062	620,185,720	53,929,193
Less: Direct Costs	391,873,575	34,075,963	579,098,635	50,356,403
Gross Profit	**40,803,139**	**3,548,099**	**41,087,085**	**3,572,790**
Less: Administrative Expenses	26,947,640	2,343,273	30,348,926	2,639,037
Profit/(Loss) from Operating Activities	**13,855,499**	**1,204,826**	**10,738,159**	**933,753**
Add: Other Income	(235,819)	-20506	34,281	2,981
Less: Income Tax expense	497,870	43293	195,201	16,974
Net profit/(Loss) for the year	**13,121,811**	**1,141,027**	**10,577,240**	**919,760**

OPERATIONAL REVIEW

During the year under review, the Company earned a Total Revenue of RMB 37,624,062 (Rs.432,676,713 /-) vis-à-vis RMB 53,929,193 (Rs. 620,185,720 /- during the previous financial year.

The Net Profit for the FY'23 was RMB 1,141, 027 (Rs. 13,121,811/-) against a Net Profit RMB 919,760 (Rs.10,577,240/-) in previous year.

During this period, sea freight FCL export volumes were 2,385 TEUS against 1,958 TEUS in the previous year. Increase in volume of FCL (Teus) was both on account of nomination biz. from TKM GmbH and direct sales.

Sea freight LCL export volumes were 1,084 W/M, as compared to the previous year 1,375 WM, with decent yields.

Break bulk exports volumes were double than last year (31,441 FRTs), as compared to 17,468 FRTs in the previous year, as in this year we also bagged 3,267 FRTs from direct sales, this was in addition to volumes from TKM GmbH nominations.

The airfreight volumes were 136,765 KGs as compared to 65,644 KGs in the previous year, nominated business accounted for 97,097KGs.

During the period, the operating contribution percentage stood at approx. 10.23% as compared to 6.81% of the last year, with volatile market conditions and falling freight market towards sluggish demand prevailed in second half of the FY'23

During the year, a positive operating cash flow was maintained while outstanding were kept under control.

OPPORTUNITIES AND CHALLENGES

As global trade declined during the second half of 2022, in response to severe economic headwinds in many countries and the continued effects of the Covid-129 pandemic were some key challenges faced. However, the impacts of widespread 'lock-downs' and stay-at-home orders in China to contain the spread of Covid-19 do not appear to have significantly affected export volumes.

During the reporting period, the Company achieved good results mainly in Sea Freight out-bounds which accounts for 90% of the overall business both in terms of revenue and earnings.

- The latest edition of the Container Shipping Market - a time of marked increases in consumer and producer price inflation, historically large increases in interest rates by central banks and high levels of stock inventories in many importing countries. Global energy prices edged higher amid disruptions to supplies arising from the Russian invasion of Ukraine.
- China's reopening following the unexpected end to its zero-COVID policy bears the potential of significantly mitigating the global downturn. Moreover, numerous emerging markets have proved resilient amid surging inflation, increasing interest rates and exchange rate volatility. This relative strength of economies, particularly in Asia Pacific, is expected to support growth in 2023.
- In FY'24 the company will continue to adhere to the "customer-centric" service concept mainly inter-Asia, providing outbound exports for TSL exports from China and to expand its local customer base by providing services mainly buyers consolidations, special equipment's exports and door-to-door delivery solutions which bring opportunities to better earnings.

DIRECTORS

The Board of the Company comprises of 3 (Three) Non-Independent Non-Executive Directors.

As on 31st March, 2022, Mr. Dinesh Shastri, Mr. Amar Patnaik and Mr. Nandan continued to be the Directors on the Board of the Company.

AUDITORS

M/s. Shanghai Jia Liang CPAs are the Statutory Auditors of the Company and being eligible, have offered themselves for re-appointment.

AUDIT OBSERVATIONS & EXPLANATIONS

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

ACKNOWLEDGEMENT

I wish to take the opportunity to place on record my sincere appreciation and gratitude for the continued assistance, support and co-operations extended by all Government Authorities, Banks, Overseas Associates, Clearing Agents, Shipping Lines, Air Lines and other business associates and last but not the least the Members of the Company.

For **TKM Global China Limited**

Chirag Bijlani,
(General Manager)

Date: 14th June 2023
Place: China

TKM GLOBAL CHINA LIMITED
INDEPENDENT AUDITORS' REPORT

To the Shareholder of TKM Global China Limited (established in the People's Republic of China with limited liability)

Opinion

We have audited the financial statements of T-KM Global China Limited ("the Company"), which comprise the statement of financial position as at 31 March 2023, 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 2023 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.

Auditors' responsibilities for the audit of the financial statements (continued)

- 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 opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Shanghai Jialiang CPAs
Shanghai . China
26 April 2023

TKM GLOBAL CHINA LIMITED

Statement of Financial Position as at 31st March, 2023

CURRENCY: RMB

Particulars	Note No.	As at March 31, 2023	As at March 31, 2022
ASSETS			
Non-current assets			
Other intangible assets	11	50,709	57,198
Property, plant and equipment	9	123,536	177,707
Right-of-use assets	10		133,106
Deferred tax assets	7		1,623
Total non-current assets		**174,245**	**369,634**
Current Assets			
Trade and other receivables	12	1,140,546	2,129,342
Amount due from related companies	17	2,536,229	3,080,431
Cash and cash equivalents	18	5,831,624	6,151,651
Total current assets		**9,508,399**	**11,361,424**
Total assets		**9,682,644**	**11,731,058**
EQUITY AND LIABILITIES			
EQUITY			
Share capital and premium	13	6,834,500	6,834,500
Accumulated losses	14	(691,202)	(1,832,229)
Total Equity		**6,143,298**	**5,002,271**
Non-Current Liabilities			
Deferred tax liabilities	7	13,533	18,227
Total Non-Current Liabilities		**13,533**	**18,227**
Current Liabilities			
Lease liabilities	15		125,098
Trade and other payables	16	3,511,654	6,545,995
Amount due to related companies	17	3,486	28,062
Current tax liabilities	7	10,673	11,405
Total current liabilities		**3,525,813**	**6,710,560**
Total liabilities		**3,539,346**	**6,728,787**
Total equity and liabilities		**9,682,644**	**11,731,058**

TKM GLOBAL CHINA LIMITED

Statement of Profit and Loss for the year ended 31st March, 2023

CURRENCY: RMB

Particulars	Note No.	As at March 31, 2023	As at March 31, 2022
Revenue	5	37,624,062	53,929,193
Cost of Sales		(34,075,963)	(50,356,403)
Gross profit		**3,548,099**	**3,572,790**
Administration expenses		(2,337,871)	(2,620,258)
Finance income	6	3,589	3,523
Other gains and losses		(24,095)	(542)
Finance costs		(5,402)	(18,779)
Profit before income tax		**1,184,320**	**936,734**
Income tax expense	7	(43,293)	(16,974)
Profit for the year	8	**1,141,027**	**919,760**
Other comprehensive income for the year, net of tax		-	-
Total comprehensive income for the year		**1,141,027**	**919,760**

TKM GLOBAL CHINA LIMITED

Statement of Changes in Equity for Year ended 31st March, 2023

CURRENCY: RMB

	Issued capital	Accumulated losses	Total
Balance at 1 April 2021	6,834,500	(2,751,989)	4,082,511
Loss for the year		919,760	919,760
Total comprehensive loss for the year	-	919,760	919,760
Balance at 31 March 2022	**6,834,500**	**(1,832,229)**	**5,002,271**
Balance at 1 April 2022	**6,834,500**	**(1,832,229)**	**5,002,271**
Loss for the year	-	1,141,027	1,141,027
Total comprehensive income for the year	-	1,141,027	1,141,027
Balance at 31 March 2023	**6,834,500**	**(691,202)**	**6,143,298**

TKM GLOBAL CHINA LIMITED

Cash Flow Statement for the year ended 31st March, 2023

CURRENCY: RMB

Particulars		For the year ended March 31, 2023	For the year ended March 31, 2022
Cash flows from operating activities			
Profit before income tax		1,184,320	936,734
Adjustments for:			
Finance income		(3,589)	76,809
Finance costs		5,402	159,728
Losses on disposal of property, plant and equipment		25,189	6,845
Depreciation on property, plant and equipment		72,477	(48,183)
Depreciation on right-of-use assets		133,106	(3,523)
Amortisation of intangible assets		6,489	1,295
Net foreign exchange gain		(2,600)	18,779
Operating profit before movements in working capital		1,420,794	1,148,484
Movements in working capital			
Decrease/(increase) in trade and other receivables		(1,056,680)	(1,056,680)
Decrease/(increase) in amount due from related companies		(506,006)	(506,006)
(Decrease)/increase in trade and other payables		3,967,425	3,967,425
Decrease in amount due to related companies		(23,428)	(23,428)
Cash generated from operations		(105,125)	3,518,390
Income taxes paid		(47,096)	(6,006)
Net cash generated from/ (used in) from operating activities		**(152,221)**	**3,512,384**
Cash flows from investing activities			
Proceeds on disposal of property, plant and equipment		1,650	194
Interest received		3,589	3,523
Purchase of for property, plant and equipment		(45,145)	(6,799)
Purchase of intangible assets			(36,200)
Net cash used in investing activities		**(39,906)**	**(39,282)**
Cash flows from financing activities			
Payments for right-of-use assets		(130,500)	(174,000)
Net cash used in financing activities		**(130,500)**	**(174,000)**
Net (decrease)/increase in cash and cash equivalents		**(322,627)**	**3,299,102**
Cash and cash equivalents at 1 April		**6,151,651**	**2,804,366**
Effects of exchange rate changes		**2,600**	**48,183**
Cash and cash equivalents at 31 March		**5,831,624**	**6,151,651**

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2023

CURRENCY: RMB

1. General information

TKN 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. Statement of compliance

The financial statements on pages 3 to 30 have been prepared in accordance with International Financial Reporting Standards ("IFR5s") which include all applicable International Financial Reporting Standards, International Accounting Standards and Interpretations issued by the International Accounting Standards Board.

3. Significant accounting policies

3.1 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 each reporting date, as explained in the accounting policies below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, except for share-based payment transactions that are within the scope of IFRS 2, leasing transactions that are within the scope of IAS 17, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in IAS 2 or value in use in IAS 36.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1quoted prices (unadjusted) in active markets for identical assets or liabilities that the Company can access at the measurement date;
- Level 2 other than quoted prices included within Level 1that are observable for the asset or liability, either directly or indirectly; and
- Level 3 unobservable inputs for the asset or liability.

3.2 Revenue recognition

To determine whether to recognise revenue, the Company follows a 5-step process:

(a) Identifying the contract with a customer;
(b) Identifying the performance obligations;
(c) Determining the transaction price;
(d) Allocating the transaction price to the performance obligations;
(e) Recognising revenue when/as performance obligation(s) are satisfied.

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

CURRENCY: RMB

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 Campany 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.

3.3 Operating expenses

Operating expenses are recognised in profit or loss upon utilisation of the service or as incurred. Expenditure for warranties is recognised when the Company incurs an obligation, which is typically when the related goods are sold.

3.4 Leasing

The Company as lessee

The Company assesses whether a contract is or contains a lease, at inception of a contract. The Company recognises a right-of-use asset and a corresponding lease liability with respect to all lease agreements in which it is the lessee, except for short-term leases (defined as leases with a lease term of 12 months or less) and leases of low value assets. For these leases, the Company recognises the lease payments as an operating expense on a straight-line basis over the term of the lease unless another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted by using the rate implicit in the lease. If this rate cannot be readily determined, the Company uses its incremental borrowing rate.

The incremental borrowing rate depends on the term, currency and start date of the lease and is determined based on a series of inputs including: the risk-free rate based on government bond rates; a country-specific risk adjustment; a credit risk adjustment based on bond yields; and an entity-specific adjustment when the risk profile of the entity that enters into the lease is different to that of the Company and the lease does not benefit from a guarantee from the Company.

Lease payments included in the measurement of the lease liability comprise:

- fixed lease payments (including in-substance fixed payments), less any lease incentives;
- variable lease payments that depend on an index or rate, initially measured using the index or rate at the commencement date;
- the amount expected to be payable by the lessee under residual value guarantees;
- the exercise price of purchase options, if the lessee is reasonably certain to exercise the options; and
- payments of penalties for terminating the lease, if the lease term reflects the exercise of an option to terminate the lease.

The lease liability is presented as a separate line in the consolidated statement of financial position.

The lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability (using the effective interest method) and by reducing the carrying amount to reflect the lease payments made.

CURRENCY: RMB

The Company remeasures the lease liability (and makes a corresponding adjustment to the related right-of-use asset) whenever

- the lease term has changed or there is a change in the assessment of exercise of a purchase option, in which case the lease liability is remeasured by discounting the revised lease payments using a revised discount rate.
- the lease payments change due to changes in an index or rate or a change in expected payment under a guaranteed residual value, in which cases the lease liability is remeasured by discounting the revised lease payments using the initial discount rate (unless the lease payments change is due to a change in a floating interest rate, in which case a revised discount rate is used).
- a lease contract is modified and the lease modification is not accounted for as a separate lease, in which case the lease liability is remeasured by discounting the revised lease payments using a revised discount rate.

The Company did not make any such adjustments during the periods presented.

The right-of-use assets comprise the initial measurement of the corresponding lease liability, lease payments made at or before the commencement day and any initial direct costs. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Whenever the Company incurs an obligation for costs to dismantle and remove a leased asset, restore the site on which it is located or restore the underlying asset to the condition required by the terms and conditions of the lease, a provision is recognised and measured under IAS 37. The costs are included in the related right-of- use asset, unless those costs are incurred to produce inventories.

Right-of-use assets are depreciated over the shorter period of lease term and useful life of the underlying asset. If a lease transfers ownership of the underlying asset or the cost of the right-of-use asset reflects that the Company expects to exercise a purchase option, the related right-of-use asset is depreciated over the useful life of the underlying asset. The depreciation starts at the commencement date of the lease.

The right-of-use assets are presented as a separate line in the statement of financial position.

The Company applies IAS 36 to determine whether a right-of-use asset is impaired and accounts for any identified impairment loss.

Variable rents that do not depend on an index or rate are not included in the measurement the lease liability and the right-of-use asset. The related payments are recognised as an expense in the period in which the event or condition that triggers those payments occurs and are included in the line "other expenses" in the statement of profit or loss.

As a practical expedient, IFRS 16 permits a lessee not to separate non-lease components, and instead account for any lease and associated non-lease components as a single arrangement. The Company has not used this practical expedient.

Recognition exemptions for the Company as lessee

The Company may elect not to apply the above requirements to short-term leases and leases for which the underlying asset is of low value.

the Company shall recognise the lease payments associated with those leases as an expense on either a straight-line basis over the lease term or another systematic basis.

3.5 Foreign currencies

In preparing the financial statements, transactions in currencies other than the Company's functional currency (foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions. At each reporting date, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non- monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences on monetary items are recognised in profit or loss in the period in which they arise except for:

- exchange differences on foreign currency borrowings relating to assets under construction for future productive use, which are included in the cost of those assets when they are regarded as an adjustment to interest costs on those foreign currency borrowings;
- exchange differences on transactions entered into in order to hedge certain foreign currency risks; and
- exchange differences on monetary items receivable from or payable to a foreign operation for which settlement is neither planned nor likely to occur (therefore forming part of the net investment in the foreign operation), which are recognised initially in other comprehensive income and reclassified from equity to profit or loss on repayment of the monetary items.

3.6 Employee benefits

Retirement benefit costs and termination benefits

The Company's PRC employees are enrolled in the mandatory central pension plan operated by the local municipal government. The

TKM GLOBAL CHINA LIMITED
Notes forming part of the Financial Statements for the year ended 31st March, 2023

CURRENCY: RMB

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.

A provision is recognised for those matters for which the tax determination is uncertain but it is considered probable that there will be a future outflow of funds to a tax authority. The provisions are measured at the best estimate of the amount expected to become payable. The assessment is based on the judgment of tax professionals within the Company supported by previous experience in respect of such activities and in certain cases based on specialist independent tax advice.

Deferred tax

Deferred tax is the tax expected to be payable or recoverable on 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, and is accounted for using the liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. In addition, a deferred tax liability is not recognised if the temporary difference arises from the initial recognition of goodwill.

Deferred tax liabilities are recognised for taxable temporary differences arising on investments in subsidiaries and associates, and interests in joint ventures, except where the Company is able to control the reversal of the temporary diPerence 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 each reporting 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 recovered.

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised based on tax laws and rates that have been enacted or substantively enacted at the reporting date.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

For the purposes of measuring deferred tax liabilities and deferred tax assets for investment properties that are measured using the fair value model, the carrying amounts of such properties are presumed to be recovered entirely through sale, unless the presumption is rebutted. The presumption is rebutted when the investment property is depreciable and is held within a business model whose objective is to consume substantially all of the economic benefits embodied in the investment property over time, rather than through sale. The directors of the Company reviewed the Company's investment property portfolios and concluded that none of the Company's investment properties are held under a business model whose objective is to consume substantially all of the economic benefits embodied in the investment properties over time, rather than through sale. Therefore, the directors have determined that the 'sale' presumption set out in the amendments to 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.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

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 for rental to others (excluding investment properties), 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 accumulated depreciation and accumulated impairment losses. Revaluations are performed with sufficient regularity such that the carrying amount does not differ materially from that which would be determined using fair values at the reporting date.

The proceeds from selling items produced before the asset is available for use, i.e. proceeds while bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management, should be recognised as sales proceeds in profit or loss. Consequently, the related cost should be measured in accordance withISA 12 and be recognised as cost of sales in profit or loss as well.

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.

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.

Properties in the course of construction for production, supply or administrative purposes are carried at cost, less any recognised impairment loss. Cost includes professional fees and, for qualifying assets, borrowing costs capitalised in accordance with the Company's accounting policy. Such properties are classified to the appropriate categories of property, plant and equipment when completed and ready for intended use. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use.

Plant, machinery, fixtures and fittings are stated at cost less accumulated depreciation and accumulated impairment loss.

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.

Right-of-use assets are depreciated over the shorter period of the lease term and the useful life of the underlying asset.If a lease transfers ownership of the underlying asset or the cost of the right-of-use asset reflects that the Company expects to exercise a purchase option, the related right-of-use asset is depreciated over the useful life of the underlying asset.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

3.9 Intangible assets

Intangible assets acquired separately

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

Derecognition of intangible assets

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecogn ition 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 each reporting date, 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 risM 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

Recognition and derecognition

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

Financial assets are derecognised when the contractual rights to the cash flows from the financial asset expire, or when the financial asset and substantially all the risks and rewards are transferred. A financial liability is derecognised when it is extinguished, discharged, cancelled or expires.

Classification and initial measurement of financial assets

Except for those trade receivables that do not contain a significant financing component and are measured at the transaction price in accordance withIFRS 15, all financial assets are initially measured at fair value adjusted for transaction costs (where applicable) .

Financial assets, other than those designated and effective as hedging instruments, are classified into the following categories:

- amortised cost;
- fair value through profit or loss (FVTPL); or
- fair value through other comprehensive income (FVOCI). The classification is determined by both:
- the entity's business model for managing the financial asset; and
- the contractual cash flow characteristics of the financial asset.

All income and expenses relating to financial assets that are recognised in profit or loss are presented within finance costs, finance income or other financial items, except for impairment of trade receivables which is presented within other expenses.

Subsequent measurement of financial assets

Financial assets at amortised cost

Financial assets are measured at amortised cost if the assets meet the following conditions (and are not designated as FVTPL):

- they are held within a business model whose objective is to hold the financial assets and collect its contractual cash flows; and
- the contractual terms of the financial assets give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding.

After initial recognition, these are measured at amortised cost using the effective interest method. Discounting is omitted where the effect of discounting is immaterial.

Notes forming part of the Financial Statements for the year ended 31st March, 2023

CURRENCY: RMB

Financial assets at fair value through profit or loss {FVTPL}

Financial assets held within a different business model other than 'hold to collect' or 'hold to collect and sell' are categorised at FVTPL. Further, irrespective of the business model used, financial assets whose contractual cash flows are not solely payments of principal and interest are accounted for at FVTPL. All derivative financial instruments fall into this category, except for those designated and effective as hedging instruments, for which the hedge accounting requirements apply.

Assets in this category are measured at fair value with gains or losses recognised in profit or loss. The fair values of financial assets in this category are determined by reference to active market transactions or using a valuation technique where no active market exists.

Financial assets at fair value through other comprehensive income (FVOCI)

The Company accounts for financial assets at FVOCI if the assets meet the following conditions:

- they are held under a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- the contractual terms of the financial assets give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Any gains or losses recognised in other comprehensive income (OCI) will be recycled upon derecognition of the asset.

Impairment of financial assets

IFRS 9's impairment requirements use forward-looking information to recognise expected credit losses - the ' expected credit loss (ECL) model'.Instruments within the scope of the requirements included loans and other debt-type financial assets measured at amortised cost and FVOCI,trade receivables, contract assets recognised and measured under IFRS 15 and loan commitments and some financial guarantee contracts (for the issuer) that are not measured at fair value through profit or loss.

The Company considers a broader range of information when assessing credit risk and measuring expected credit losses, including past events, current conditions, reasonable and supportable forecasts that affect the expected collectability of the future cash flows of the instrument.

In applying this forward-looking approach, a distinction is made between:

- financial instruments that have not deteriorated significantly in credit quality since initial recognition or that have low credit risk ('Stagel}; and
- financial instruments that have deteriorated significantly in credit quality since initial recognition and whose credit risk is not low ('Stage 2).

'Stage 3' would cover financial assets that have objective evidence of impairment at the reporting date.

'12-month expected credit losses' are recognised for the first category (i.e. Stage 1) while 'lifetime expected credit losses' are recognised for the second category (i.e. Stage 2).

Measurement of the expected credit losses is determined by a probability-weighted estimate of credit losses over the expected life of the financial instrument.

Trade and other receivables and contract assets

The Company makes use of a simplified approach in accounting for trade and other receivables as well as contract assets and records the loss allowance as lifetime expected credit losses. These are the expected shortfalls in contractual cash flows, considering the potential for default at any point during the life of the financial instrument. In calculating, the Company uses its historical experience, external indicators and forward-looking information to calculate the expected credit losses using a provision matrix.

The Company assess impairment of trade receivables on a collective basis as they possess shared credit risk characteristics they have been grouped based on the days past due.

Classification and measurement of financial liabilities

The Company's financial liabilities include borrowings, trade and other payables and derivative financial instruments.

Financial liabilities are initially measured at fair value, and, where applicable, adjusted for transaction costs unless the Company designated a financial liability at FVTPL.

Notes forming part of the Financial Statements for the year ended 31st March, 2023

CURRENCY: RMB

Subsequently, financial liabilities are measured at amortised cost using the effective interest method except for derivatives and financial liabilities designated at FVTPL, which are carried subsequently at fair value with gains or losses recognised in profit or loss (other than derivative financial instruments that are designated and effective as hedging instruments).

All interest-related charges and, if applicable, changes in an instrument's fair value that are reported in profit or loss are included within finance costs or finance income.

3.12 Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and demand deposits, together with other short-term, highly liquid investments maturing within 90 days from the date of acquisition that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value. Bank overdrafts are included in liabilities.

4. Significant management judgment in applying accounting policies and estimation uncertainty

When preparing the financial statements, management makes a number of judgments, estimates and assumptions about the recognition and measurement of assets, liabilities, income and expenses.

4.1 Significant management judgments

The following are the judgments made by management in applying the accounting policies of the Company that have the most significant effect on the financial statements.

Recognition of contract revenue over time or at a point in time
For some of the Company's contracts with customers significant judgment is required to assess whether control of the related performance obligation(s) transfers to the customer over time or at a point in time in accordance withIFRS 15. Specifically, for contracts that involve developing a customer-specific asset with no alternative use to the Company, judgment is needed to determine whether the Company is entitled to payment for its performance throughout the contract period if the customer sought to cancel the contract.

Recognition of service and construction contract revenues
As revenue from after-sales maintenance agreements and construction contracts is recognised over time, the amount of revenue recognised in a reporting period depends on the extent to which the performance obligation has been satisfied. For after-sales maintenance agreements this requires an estimate of the quantity of the services to be provided, based on historical experience with similar contracts.In a similar way, recognising revenue for construction contracts also requires significant judgment in determining the estimated number of hours required to complete the promised work when applying the hours-to-hours method.

Recognition of deferred tax assets
The extent to which deferred tax assets can be recognised is based on an assessment of the probability that future taxable income will be available against which the deductible temporary differences and tax loss carry forwards can be utilised.In addition, significant judgment is required in assessing the impact of any legal or economic limits or uncertainties in various tax jurisdictions.

4.2 Estimation uncertainty

Information about estimates and assumptions that may have the most significant effect on recognition and measurement of assets, liabilities, income and expenses is provided below. Actual results may be substantially different.

Impairment of non-financial assets
In assessing impairment, management estimates the recoverable amount of each asset or cash-generating unit based on expected future cash flows and uses an interest rate to discount them. Estimation uncertainty relates to assumptions about future operating results and the determination of a suitable discount rate.

Useful lives of depreciable assets
Management reviews its estimate of the useful lives of depreciable assets at each reporting date, based on the expected utility of the assets. Uncertainties in these estimates relate to technological obsolescence that may change the utility of certain software and IT equipment.

Fair value measurement
Management uses valuation techniques to determine the fair value of financial instruments (where active market quotes are not available) and non-financial assets. This involves developing estimates and assumptions consistent with how market participants would price the instrument. Management bases its assumptions on observable data as far as possible but this is not always available. In that case, management uses the best information available. Estimated fair values may vary from the actual prices that would be achieved in an arm's length transaction at the reporting date.

TKM GLOBAL CHINA LIMITED

Notes forming part of the Financial Statements for the year ended 31st March, 2023

CURRENCY: RMB

Leases - determination of the appropriate discount rate to measure lease liabilities
As noted above, the Company enters into leases with third-party landlords and as a consequence the rate implicit in the relevant lease is not readily determinable. Therefore, the Company uses its incremental borrowing rate as the discount rate for determining its lease liabilities at the lease commencement date. The incremental borrowing rate is the rate of interest that the Company would have to pay to borrow over similar terms which requires estimations when no observable rates are available.

The Company consults with its main bankers to determine what interest rate they would expect to charge the Company to borrow money to purchase a similar asset to that which is being leased. These rates are, where necessary, then adjusted to reflect the credit worthiness of the entity entering into the lease and the specific condition of the underlying leased asset.

5. Revenue

The following is an analysis of the Company's revenue:

	For the year ended March 31, 2023	For the year ended March 31, 2022
Revenue from the rendering of services	37,624,062	53,929,193

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, 2023	For the year ended March 31, 2022
International forwarding	37,624,062	53,929,193

6. Financial income

	For the year ended March 31, 2023	For the year ended March 31, 2022
Interest income:		
Bank deposits	3,589	3,523

7. Income taxes

7.1 Income tax recognised in profit or loss

	For the year ended March 31, 2023	For the year ended March 31, 2022
Current tax expense	(46,364)	(17,411)
Deferred tax income	3,071	437
Total income tax expense	**(43,293)**	**(16,974)**

The income tax expense for the year can be reconciled to the accounting profit as follows:

	For the year ended March 31, 2023	For the year ended March 31, 2022
Profit before income tax	1,184,320	936,734
Income tax expense calculated at 2.5%	29,608	(23,418)
Effect of expenses that are not deductible in determining taxable profit	(268)	(408)
Effect of unused tax losses and offsets not recognised as deferred tax assets	-	6,852
Effect on deferred tax balances due to the changes in income tax rate from 2.5% to 5%	(13,417)	-
Income tax expense recognised in profit or loss	**(43,293)**	**(16,974)**

7.2 Current tax liabilities
The following is the analysis of deferred tax assets/(liabilities) presented in the statement of financial position:

	31/3/22	Provision	Payment	31/3/23
Income tax payable	11,405	46,364	(47,096)	10,673

TKM GLOBAL CHINA LIMITED

Notes forming part of the Financial Statements for the year ended 31st March, 2023

CURRENCY: RMB

7.3 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, 2023	For the year ended March 31, 2022
Deferred tax assets		1,623
Deferred tax liabilities	(13,533)	(18,227)
	(13,533)	(16,604)

Deferred tax (liabilities)/assets in relation to:

	31/3/22	Recognised in profit or loss	31/3/23
Depreciation	(18,227)	4,694	(13,533)
Financial expenses for leasing	1,623	(1,623)	
	(16,604)	**3,071**	**(13,533)**

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, 2023	For the year ended March 31, 2022
Depreciation of property, plant and equipment	72,477	76,809
Amortisation of intangible assets	6,489	6,845
Depreciation of right-of-use-assets	133,106	159,728
Total depreciation and amorti'sation expense	**212,072**	**243,382**

8.2 Employee benefits expense

	For the year ended March 31, 2023	For the year ended March 31, 2022
Salaries	1,107,980	1,009,145
Social welfare	251,395	258,978
Total employee benefits expense	**1,359,375**	**1,268,123**

9. Property, plant and equipment

	For the year ended March 31, 2023	For the year ended March 31, 2022
Carrying amounts of:		
Equipment & vehicles	83,255	138,198
Computers	20,848	8,430
Furniture & fixtures	19,433	31,079
	123,536	**177,707**

	Equipment & vehicles	Computers	Furniture & fixtures	Total
Cost				
Balance at 1 April 2022	370,769	50,650	103,062	524,481
Additions	4,485	21,176	19,484	45,145
Disposals	(74,000)	(45,700)	(103,062)	(222,762)
Balance at 31 March 2023	301,254	26,126	19,484	346,864
Accumulated depreciation				
Balance at 1 April 2022	(232,571)	(42,220)	(71,983)	(346,774)
Depreciation expense	(59,428)	(7,561)	(5,488)	(72,477)
Eliminated on disposals of assets	74,000	44,503	77,420	195,923
Balance at 31 March 2023	(217,999)	(5,278)	(51)	(223,328)

TKM GLOBAL CHINA LIMITED

Notes forming part of the Financial Statements for the year ended 31st March, 2023

CURRENCY: RMB

The following useful lives are used in the calculation of depreciation:	
	Depreciation rates
Equipment	20% p.a.
Computers	25% p.a.
Furniture & fixtures	6.33% p.a.

10. Right of use assets (Company as a lessee)

		For the year ended March 31, 2023	For the year ended March 31, 2022
Carrying amounts of:			
Office lease		-	133,106
			Office lease
Cost			
Balance at 1 April 2022			319,456
Disposals			(319,456)
Balance at 31 March 2023			-
Accumulated depreciation			
Balance at 1 April 2022			(186,350)
Depreciation expense			(133,106)
Eliminated on disposals of assets			319,456
Balance at 31 March 2023			-

The following useful lives are used in the calculation of depreciation:

Office lease 50% p.a.

11. Other intangible assets

		For the year ended March 31, 2023	For the year ended March 31, 2022
Carrying amounts of:			
Software		50,709	57,198
			Software
Cost			
Balance at 1 April 2022			136,100
Balance at 31 March 2023			136,100
Accumulated amortisation			
Balance at 1 April 2022			(78,902)
Amortisation expense			(6,489)
Balance at 31 March 2023			(85,391)

The following useful lives are used in the calculation of amortisation.

Software 10 years

12. Trade and other receivables

		For the year ended March 31, 2023	For the year ended March 31, 2022
Trade receivables		786,742	1,762,606
Allowance for doubtful debts			-
		786,742	1,762,606
Deposits		61,733	45,708
Prepayments & other receivables		292,071	321,028
		1,140,546	2,129,342

TKM GLOBAL CHINA LIMITED

Notes forming part of the Financial Statements for the year ended 31st March, 2023

CURRENCY: RMB

13. Share capital and premium

		For the year ended March 31, 2023	For the year ended March 31, 2022
Share capital		6,834,500	6,834,500
Share premium		-	-
		6,834,500	**6,834,500**

14. Accumulated losses

		For the year ended March 31, 2023	For the year ended March 31, 2022
Accumulated losses		(691,202)	(1,832,229)
			For the year ended March 31, 2023
Balance at beginning			(1,832,229)
Profit attributable to owner of the Company			1 ,141,027
Balance at end			**(691,202)**

15. Lease liabilities

		For the year ended March 31, 2023	For the year ended March 31, 2022
Current		-	125,098
Non-current		-	-
Balance at end		**-**	**125,098**

16. Trade and other payables

		For the year ended March 31, 2023	For the year ended March 31, 2022
Trade payables		3,309,475	6,420,378
Non-trade payables		201,053	124,416
VAT & other taxes		1,126	1,201
		3,511,654	**6,545,995**

17. Related party transactions

Details of transactions between the Company and its related parties are disclosed below:

17.1 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	
	31/3/2023	31/3/2022	31/3/2023	31/3/2022
TKM INDIA	752,496	2,062,214	118,348	28,135
TKM GERMAN	19,903,725	25,228, 540	2,570	649
NANJING TATA	265,318	2,374,061		
	20,921,539	**29,664,815**	**120,918**	**28,784**

17.2 Outstanding balances at the end of the reporting year

	Amount due from related parties		Amount due to related parties	
	31/3/2023	31/3/2022	31/3/2023	31/3/2022
TKM INDIA	447,589		2,268	11,059
TKM GERMAN	2,084,840	1,917,876	1,218	
NANJING TATA	3,800	1,162,555		17,003
	2,536,229	**3,080,431**	**3,486**	**28,062**

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 owed by related parties.

TKM GLOBAL CHINA LIMITED

Notes forming part of the Financial Statements for the year ended 31st March, 2023

CURRENCY: RMB

18. Cash and cash equivalents

For the purposes of the statement of cash flows, cash and cash equivalents include cash on hand and in banks, net of outstanding bank overdrafts. Cash and cash equivalents at the end of the reporting year as shown in the statement of cash flows can be reconciled to the related items in the statement of financial position as follows:

		For the year ended March 31, 2023	For the year ended March 31, 2022
Cash and bank balances		5,831,624	6,151,651

19. Lease payments not recognised as a liability

The Company has elected not to recognise the "right of use assets" and "lease liability", because the supplier has the substantive right to substitute the asset throughout the period of use. The lease payments associated with those leases booked as expenses are as follows:

	Administration expenses
Within one year	183,600
Within 1"'2 years	186,660
Within 2"'3 years	128,520
	498,780

20. Financial risk management

20.1 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.

20.2 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.

21. Post-reporting date events

No adjusting or significant non-adjusting events have occurred between the March reporting date and the date of authorisation.

22. Authorisation of financial statements

The financial statements were approved by the board of directors and authorised for issue on 26 April 2023.

TMILL Group of Companies

TM International Logistics Limited
Consolidated Financial Statement

TM INTERNATIONAL LOGISTICS LIMITED

INDEPENDENT AUDITORS' REPORT

To the Members of TM International Logistics Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

1. We have audited the accompanying Consolidated Financial Statements of TM International Logistics Limited (hereinafter referred to as the "Holding Company") and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group") (refer Note 1 to the attached Consolidated Financial Statements), which comprise the Consolidated Balance Sheet as at March 31, 2023, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year then ended, and notes to the Consolidated Financial Statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the Consolidated Financial Statements").

2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2023, and consolidated total comprehensive income (comprising of profit and other comprehensive income), its consolidated changes in equity and its consolidated cash flows for the year then ended.

Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the "Auditor's Responsibilities for the Audit of the Consolidated Financial Statements" section of our report. We are independent of the Group in accordance with the ethical requirements that are relevant to our audit of the Consolidated Financial Statements in India in terms of the Code of Ethics issued by the Institute of Chartered Accountants of India and the relevant provisions of the Act, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in paragraph 12 of the Other Matters section below, is sufficient and appropriate to provide a basis for our opinion.

Other Informationr

4. The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Directors' Report, but does not include the Consolidated 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 terms of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows, and changes in equity of the Group in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Consolidated Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the Consolidated Financial Statements by the Directors of the Holding Company, as aforesaid.
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 scepticism 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 Act, we are also responsible for expressing our opinion on whether the Holding Company has adequate internal financial controls with reference to Consolidated Financial Statements in place and the operating effectiveness of such controls.
   - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
   - Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Consolidated Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
   - Evaluate the overall presentation, structure and content of the Consolidated Financial Statements, including the disclosures, and whether the Consolidated Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.
   - Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the Consolidated Financial Statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the Consolidated Financial Statements of which we are the independent auditors. For the other entities included in the Consolidated Financial Statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

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 (including two step-down subsidiaries), whose financial statements/ financial information reflect total assets of Rs. 69,520.35 lakhs and net assets of Rs. 57,413.51 lakhs as at March 31, 2023, total revenue of Rs. 72,049.66 lakhs, total comprehensive income (comprising of profit and other comprehensive income) of Rs. 5,788.94 lakhs and net cash flows amounting to Rs. (4,133.86) lakhs for the year ended on that date, as considered in the Consolidated Financial Statements. These financial statements/ financial information have been audited by other auditors whose reports have been furnished to us by the Other Auditors / Management, and our opinion on the Consolidated Financial Statements in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and our report in terms of sub-section (3) of Section 143 of the Act including report on Other Information in so far as it relates to the aforesaid subsidiaries, is based solely on the 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 matter 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 the Companies (Auditor's Report) Order, 2020 ("CARO 2020"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the Annexure B, a statement on the matter specified in paragraph 3(xxi) of CARO 2020

14. As required by Section 143(3) of the Act, we report, to the extent applicable, that:
    (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid Consolidated Financial Statements.
    (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid Consolidated Financial Statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.
    (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account and records maintained for the purpose of preparation of the Consolidated Financial Statements.
    (d) In our opinion, the aforesaid Consolidated Financial Statements comply with the Accounting Standards specified under Section 133 of the Act.
    (e) On the basis of the written representations received from the directors of the Holding Company and its subsidiary company incorporated in India taken on record by the respective Board of Directors of the Holding Company and its subsidiary company incorporated in India, none of the directors of the Holding Company and its subsidiary company incorporated in India is disqualified as on March 31, 2023 from being appointed as a director in terms of Section 164(2) of the Act.
    (f) With respect to the adequacy of internal financial controls with reference to Consolidated Financial Statements of the Group and the operating effectiveness of such controls, refer to our separate report in Annexure A.
    (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
    i. The Consolidated Financial Statements disclose the impact, if any, of pending litigations as at March 31, 2023 on the consolidated financial position of the Group – Refer Note 36 to the Consolidated Financial Statements.

    ii. The Group was not required to recognise a provision as at March 31, 2023 under the applicable law or accounting standards, as it does not have any material foreseeable losses on long-term contracts. The Group did not have any derivative contracts as at March 31, 2023.

    iii. During the year ended March 31, 2023, there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company, and its subsidiary company incorporated in India.
    iv. (a) The respective Managements of the Holding Company and its subsidiary, which is a company incorporated in India whose financial statements have been audited under the Act, have represented to us that, to the best of their knowledge and belief, as disclosed in the notes to the Consolidated Financial Statements, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or such subsidiary to or in any other person or entity, including foreign entity ("Intermediary"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company or such subsidiary ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries (Refer Note 51(B)(f)(i) to the Consolidated Financial Statements);
    (b) The respective Managements of the Holding Company and its subsidiary, which is a company incorporated in India whose financial statements have been audited under the Act, have represented to us that, to the best of their knowledge and belief, as disclosed in the notes to the Consolidated Financial Statements, no funds (which are material either individually or in the aggregate) have been received by the Holding Company or such subsidiary from any person or entity, including foreign entity ("Funding Party"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or such subsidiary shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries (Refer Note 51(B)(f)(ii) to the Consolidated Financial Statements); and
    (c) Based on the audit procedures, that has been considered reasonable and appropriate in the circumstances, performed by us, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) contain any material misstatement.
    v. The dividend declared and paid during the year by the Holding Company and its subsidiary company is in compliance with Section 123 of the Act.
    vi. As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 (as amended), which provides for books of account to have the feature of audit trail, edit log and related matters in the accounting software used by the Group is applicable to the Group only with effect from financial year beginning April 1, 2023, the reporting under clause (g) of Rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), is currently not applicable.

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

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

Dhiraj Kumar
Partner
Membership Number: 060466
UDIN: 23060466BGXUXU8635

Place: Kolkata
Date: April 17, 2023

TM INTERNATIONAL LOGISTICS LIMITED

ANNEXURE A TO INDEPENDENT AUDITORS' REPORT

Referred to in paragraph 14(f) of the Independent Auditor's Report of even date to the members of TM International Logistics Limited on the Consolidated Financial Statements as of and for the year ended March 31, 2023

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

1. In conjunction with our audit of the Consolidated Financial Statements of TM International Logistics Limited (hereinafter referred to as "the Holding Company") as of and for the year ended March 31, 2023, we have audited the internal financial controls with reference to Consolidated Financial Statements of the Holding Company and its subsidiary company, which is a company incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

2. The respective Board of Directors of the Holding Company and its subsidiary company, to whom reporting under clause (i) of sub-section 3 of Section 143 of the Act in respect of the adequacy of the internal financial controls with reference to financial statements is applicable, which is a company incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls with reference to Consolidated 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 Consolidated Financial Statements

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

Opinion

8. In our opinion, the Holding Company and its subsidiary company, which is a company incorporated in India, have, in all material respects, an adequate internal financial controls system with reference to Consolidated Financial Statements and such internal financial controls with reference to Consolidated Financial Statements were operating effectively as at March 31, 2023, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

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

Dhiraj Kumar
Partner

Place: Kolkata
Date: April 17, 2023

Membership Number: 060466
UDIN: 23060466BGXUXU8635

TM INTERNATIONAL LOGISTICS LIMITED

ANNEXURE B TO INDEPENDENT AUDITORS' REPORT

Referred to in paragraph 13 of the Independent Auditor's Report of even date to the members of TM International Logistics Limited on the Consolidated Financial Statements as of and for the year ended March 31, 2023

As required by paragraph 3(xxi) of the CARO 2020, we report that we have given qualification in the CARO report on the standalone financial statements of the respective companies included in the Consolidated Financial Statements of the Holding Company:

S. No.	Name of the Company	CIN	Relationship with the Holding Company	Date of the auditor's report	Paragraph number in the CARO report
1.	TM International Logistics Limited	U63090WB2002PLC094134	Holding Company	April 17, 2023	(ii)(b)
2.	TKM Global Logistics Limited	U51109WB1991PLC051941	Subsidiary Company	April 12, 2023	(vii)(a)

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

Dhiraj Kumar
Partner

Place: Kolkata
Date: April 17, 2023

Membership Number: 060466
UDIN: 23060466BGXUXU8635

TM INTERNATIONAL LOGISTICS LIMITED

Consolidated **Balance Sheet** as at 31 March, 2023

₹ in Lakhs

	Particulars	Note	As at 31st March 2023	As at 31st March 2022
I	**ASSETS**			
(1)	**Non-current Assets**			
	(a) Property, Plant and Equipment	4	17,363.33	16,695.11
	(b) Intangible Assets	5	3,791.72	3,887.45
	(c) Right-of-use Assets	6	32,012.27	18,647.39
	(d) Capital Work-in-Progress		11.30	-
	(e) Intangible Assets under Development	51(b)	5.85	286.33
	(f) Financial Assets			
	(i) Loans	7	55.80	48.60
	(ii) Other Financial Assets	8	840.27	872.92
	(g) Non-current Tax Assets (Net)	9	3,411.23	3,813.88
	(h) Deferred Tax Assets (Net)	47.1	1,191.96	1,198.42
	(i) Other Non-current Assets	10	215.34	108.79
	Total Non-current Assets		**58,899.07**	**45,558.89**
(2)	**Current Assets**			
	(a) Inventories	11	762.20	588.34
	(b) Financial Assets			
	(i) Investments	12	2,472.76	-
	(ii) Trade Receivables	13	25,512.98	23,152.32
	(iii) Cash and Cash Equivalents	14	8,464.14	9,714.94
	(iv) Other Bank Balances	15	42,085.90	38,503.12
	(v) Loans	16	37.23	75.32
	(vi) Other Financial Assets	17	3,490.23	2,099.03
	(c) Other Current Assets	18	10,964.67	10,682.70
	Total Current Assets		**93,790.11**	**84,815.77**
	Total Assets		**1,52,689.18**	**1,30,374.66**
II	**EQUITY AND LIABILITIES**			
	EQUITY			
	(a) Equity Share Capital	19	1,800.00	1,800.00
	(b) Other Equity	20	83,298.56	74,921.38
	Total Equity		**85,098.56**	**76,721.38**
	LIABILITIES			
(1)	**Non-current Liabilities**			
	(a) Financial Liabilities			
	(i) Lease liabilities	21	22,949.19	12,044.38
	(ii) Other Financial Liabilities	22	201.75	55.53
	(b) Provisions	23	2,947.49	3,043.31
	(c) Deferred Tax Liabilities	47.2	18.38	26.41
	Total Non-current Liabilities		**26,116.81**	**15,169.63**
(2)	**Current Liabilities**			
	(a) Financial Liabilities			
	(i) Lease liabilities	24	10,448.00	7,828.67
	(ii) Trade Payables	25		
	(a) Total Outstanding dues to Micro and Small Enterprises		476.43	195.40
	(b) Total Outstanding dues of Creditors other than Micro and Small Enterprises		17,021.91	16,444.33
	(iii) Other Financial Liabilities	26	1,483.01	2,293.16
	(b) Provisions	27	1,022.69	906.03
	(c) Current Tax Liabilities (Net)	28	1.41	1.51
	(d) Other Current Liabilities	29	11,020.36	10,814.55
	Total Current Liabilities		41,473.81	38,483.65
Total Liabilities			**67,590.62**	**53,653.28**
Total Equity and Liabilities			**1,52,689.18**	**1,30,374.66**

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

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

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

For and on behalf of the Board of Directors

Dhiraj Kumar
Partner
Membership Number: **060466**

Dinesh Shastri
Managing Director
DIN: 02069346

Peeyush Gupta
Chairman
DIN: 02840511

Place: Kolkata
Date: 17th April 2023

Place: Kolkata
Date: 17th April 2023

Jyoti Purohit
Company Secretary

Nandan Nandi
Chief Financial Officer

TMILL Group of Companies

TM INTERNATIONAL LOGISTICS LIMITED

Consolidated **Statement of Profit and Loss** for the year ended 31 March, 2023

₹ in Lakhs

	Particulars	Note	For the Year ended 31st March 2023	For the Year ended 31st March 2022
I.	**Revenue from Operations**	30	**1,45,660.49**	**1,67,295.90**
II.	**Other Income**	31	**2,100.07**	1,081.19
III.	**Total Income (I +II)**		**1,47,760.56**	**1,68,377.09**
IV.	**Expenses**			
	(a) Operating Expenses	32	1,12,040.03	1,37,405.28
	(b) Employee Benefits Expense	33	7,649.72	6,818.51
	(c) Finance Costs	34	2,061.88	1,748.40
	(d) Depreciation and Amortization Expense	4, 5 & 6	10,698.60	9,398.58
	(e) Other Expenses	35	6,177.38	5,183.22
	Total Expenses (a to e)		**1,38,627.61**	**1,60,553.99**
V.	**Profit Before Tax (III-IV)**		9,132.95	7,823.10
VI.	**Income Tax Expense**	46	1,133.31	1,194.72
	(a) Current Tax		1,135.84	1,034.66
	(b) Tax Relating to Earlier Years		-	68.76
	(c) Deferred tax		(2.53)	91.30
VII.	**Profit for the Year (V-VI)**		**7,999.64**	**6,628.38**
VIII	**Other Comprehensive Income**			
	Items that will not be Reclassified to Profit or Loss			
	(a) Remeasurements of the Post Employment Defined Benefit Obligations		108.85	(62.96)
	(b) Income tax on above		(16.51)	14.31
	Items that will be Reclassified to Profit or Loss			
	(a) Exchange Differences on Translation of Foreign Operations		3,585.20	576.97
IX.	**Total Comprehensive Income for the Year (VII+VIII)**		**11,677.18**	**7,156.70**
X.	**Earning per Equity Share**			
	(1) Basic	43	44.44	36.82
	(2) Diluted		44.44	36.82

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

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

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

For and on behalf of the Board of Directors

Dhiraj Kumar
Partner
Membership Number: **060466**

Dinesh Shastri
Managing Director
DIN: 02069346

Peeyush Gupta
Chairman
DIN: 02840511

Place: Kolkata
Date: 17th April 2023

Place: Kolkata
Date: 17th April 2023

Jyoti Purohit
Company Secretary

Nandan Nandi
Chief Financial Officer

TM INTERNATIONAL LOGISTICS LIMITED

Consolidated **Statement of Changes in Equity** for the year ended 31 March, 2023

₹ in Lakhs

A. Equity Share Capital (Refer Note 19)	For the Year ended 31st March 2023	For the Year ended 31st March 2022
Balance at the beginning of the Year	**1,800.00**	1,800.00
Changes in Equity Share Capital during the Year	-	
Balance at the end of the year	**1,800.00**	1,800.00

₹ in Lakhs

B. Other Equity (Refer Note 20)	For the Year ended 31st March 2023				
	General Reserves	Retained Earnings	Capital Reserve	Foreign Currency Translation Reserve	Total Other Equity
Balance as at 1st April 2022	8,562.57	51,673.23	630.36	14,055.22	74,921.38
Profit for the Year	-	7,999.64	-	-	7,999.64
Other Comprehensive Income for the Year	-	92.34	-	3,585.20	3,677.54
Final Dividend on Equity Shares for FY 2021-22	-	**(3,300.00)**	-	-	(3,300.00)
Balance as at 31st March 2023	**8,562.57**	**56,465.21**	**630.36**	**17,640.42**	**83,298.56**

₹ in Lakhs

Other Equity (Refer Note 20)	For the Year ended 31st March 2023				
	General Reserves	Retained Earnings	Capital Reserve	Retained Earnings	Total Other Equity
Balance as at 1st April 2021	**8,562.57**	**46,765.19**	**630.36**	**13,478.25**	**69,436.37**
Profit for the Year	-	6,628.38	-	-	6,628.38
Other Comprehensive Income for the Year	-	(48.65)	-	576.97	528.32
Final Dividend on Equity Shares for FY 2020-21	-	(1,700.00)	-	-	(1,700.00)
Others		28.31			28.31
Balance as at 31st March 2022	**8,562.57**	**51,673.23**	**630.36**	**14,055.22**	**74,921.38**

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

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

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

For and on behalf of the Board of Directors

Dhiraj Kumar
Partner
Membership Number: 060466

Place: Kolkata
Date: 17th April 2023

Dinesh Shastri
Managing Director
DIN: 02069346

Peeyush Gupta
Chairman
DIN: 02840511

Place: Kolkata
Date: 17th April 2023

Jyoti Purohit
Company Secretary

Nandan Nandi
Chief Financial Officer

TMILL Group of Companies

TM INTERNATIONAL LOGISTICS LIMITED

Consolidated **Statement of Cash Flows** for the year ended 31 March, 2023

₹ in Lakhs

	Particulars	Note	For the Year ended 31st March 2023	For the Year ended 31st March 2022
A.	**CASH FLOW FROM OPERATING ACTIVITIES**			
	Profit Before Tax		9,132.95	7,823.10
	Adjustments for:			
	Depreciation / Amortisation Expenses		10,698.60	9,398.58
	Profit on Revaluation of Investments	31	(15.90)	-
	Interest and finance charges on lease liabilities and financial liabilities not at fair value through profit or loss	34	2,041.61	1,748.40
	(Gain) / Loss on Disposal of Property, Plant & Equipment (Net)	31	(11.77)	(5.64)
	Profit on Sale of Investments	31	(121.91)	(20.18)
	Interest Income	31	(1,223.89)	(548.09)
	Operating Profit before Changes in Operating Assets and Liabilities		**20,499.69**	**18,396.17**
	Changes in Operating Assets and Liabilities		-	-
	(Increase) / Decrease in Trade Receivables		(2,142.80)	(430.94)
	(Increase) / Decrease in Financial Assets		(1,102.58)	2,239.04
	(Increase) / Decrease in Loans		34.32	(47.87)
	(Increase) / Decrease in Other Assets		72.37	955.74
	(Increase) / Decrease in Inventories		(138.52)	(257.94)
	Increase / (Decrease) in Trade Payables		592.82	4,262.26
	Increase / (Decrease) in Financial Liabilities		(706.35)	(262.51)
	Increase / (Decrease) in Other Liabilities		(165.23)	(4,247.80)
	Increase / (Decrease) in Provisions		0.82	(76.25)
	Cash Generated from Operations		**16,944.54**	**20,529.90**
	Direct Taxes Paid (Net of Refund)		(731.20)	(2,048.87)
	Net Cash from/(used in) Operating Activities		**16,213.34**	**18,481.03**
B.	**CASH FLOW FROM INVESTING ACTIVITIES**			
	Payment for Acquisition/Construction of Property, Plant & Equipment and Intangible Assets		(2,283.75)	(10,032.43)
	Proceeds from Disposal of Property, Plant & Equipment		19.56	19.76
	Fixed Deposits (Placed)/ Realised (Net)		(3,393.32)	(4,167.17)
	Sale of Investments in Mutual Funds		29,865.05	8,420.60
	Purchase of Investments In Mutual Funds		(32,200.00)	(5,400.00)
	Interest Received		814.11	502.59
	Net Cash from/(used in) Investing Activities		**(7,178.35)**	**(10,656.65)**
C.	**CASH FLOW FROM FINANCING ACTIVITIES**			
	Principal Elements of Lease Payments		(7,561.42)	(6,806.91)
	Interest Elements of Lease Payments		(1,960.12)	(1,675.74)
	Dividend Paid		(3,300.00)	(1,700.00)
	Net Cash from/(used in) Financing Activities		**(12,821.54)**	**(10,182.65)**
D.	**Effect of Exchange Rate on Translation of Foreign Currency Cash and Cash Equivalents**		2,535.75	267.26
	Net Increase/(Decrease) in Cash & Cash Equivalents (A+B+C+D)		(1,250.80)	(2,091.01)
	Cash and Cash Equivalents at the Beginning of the Year	14	9,714.94	11,805.95
	Cash and Cash Equivalents at the End of the Year	14	8,464.14	9,714.94

Note:

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

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

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

For and on behalf of the Board of Directors

Dhiraj Kumar
Partner
Membership Number: 060466

Place: Kolkata
Date: 17th April 2023

Dinesh Shastri
Managing Director
DIN: 02069346

Peeyush Gupta
Chairman
DIN: 02840511

Place: Kolkata
Date: 17th April, 2023

Jyoti Purohit
Company Secretary

Nandan Nandi
Chief Financial Officer

Notes forming part of the Consolidated Financial Statements

for the Year ended 31 March, 2023

1 BACKGROUND

TM International Logistics Limited ('the Parent Company') is a public limited Company incorporated in India with its registered office in Kolkata, West Bengal, India. The Parent Company is a Joint Venture between Tata Steel Limited (51%), IQ Martrade of Germany (23%) and Nippon Yusen Kaisha- NYK (26%). The Parent Company and its subsidiaries (collectively referred to as 'the Group') are mainly engaged in the business of providing logistic services including port operations, freight and forwarding, material transportation through railways, ships and others, warehousing services, etc.

The Consolidated Financial Statements were approved and authorised for issue with the resolution of the Parent Company's Board of Directors on 17th April 2023.

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) New and amended standards adopted by the Company

The Ministry of Corporate Affairs, vide notification dated 23rd March, 2022, had notified Companies (Indian Accounting Standards) Amendment Rules, 2022 which amended certain accounting standards with effect from 1st April, 2022. These amendments did not have any impact on the amounts recognised in prior periods and are not expected to significantly affect the current or future periods.

(iv) New and amended standards issued but not effective

The Ministry of Corporate Affairs, vide notification dated 31st March 2023, has notified Companies (Indian Accounting Standards) Amendment Rules, 2023 (the 'Rules') which amends certain accounting standards with effect from 1st April 2023. The Rules predominantly amend Ind AS 12, Income taxes, and Ind AS 1, Presentation of financial statements. The other amendments to Ind AS notified by these rules are primarily in the nature of clarifications. These amendments are not expected to have a material impact on the Group in the current or future reporting periods and on foreseeable future transactions. Specifically, no changes would be necessary as a consequence of amendments made to Ind AS 12 as the Group's accounting policy already complies with the amended mandatory treatment.

(v) 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 Leasehold Land	Upto 30 years
Non-Factory Buildings	30/60 years
Plant and Equipments	7 - 15 years
Vehicles	5 - 10 years
Vessels	5 years
Office Equipment	5 years
Furniture and Fixtures	10 years
Computers-Desktop, Laptops, etc.	3/4 years
Computers-Servers	6 years

The useful lives, residual values and the method of depreciation of property, plant and equipment are reviewed, and adjusted if appropriate, at the end of each reporting period. Gains or losses on disposals are determined as difference between sale proceeds and carrying value of such items and are 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'.

2.4 Intangible Assets

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

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

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

Type of Asset	Estimated Useful life
Operational Rights under Service Concession Agreement Berth#13-Haldia Port	30 years
Special Freight Train Operator License	20 years
Software	5 years

2.5 Impairment of Non-financial Assets

Assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (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.

2.6 Leases

As a Lessee

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

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

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

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

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

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

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

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

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

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

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

As a Lessor

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

2.7 Financial Instruments

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

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

A. Investments and Other Financial Assets

(i) Classification

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

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

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

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

(ii) Measurement

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

Transaction costs of financial assets carried at fair value through profit or loss are 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.

2.8 Trade Receivables

Trade receivables are amounts due from customers for services rendered in the ordinary course of business and reflect the Company's unconditional right to consideration (that is, payment is due only on the passage of time). Trade receivables are recognised initially at the transaction price as they do not contain significant financing components. The Company holds the trade receivables with the objective of collecting the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method, less loss allowance.

2.9 Cash and Cash Equivalents

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

2.10 Trade Payables

Trade Payables represent liabilities for goods and services provided to the Group prior to the end of financial 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.

2.11 Employee Benefits

A. Short-term Employee Benefits

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

B. Post-Employment Benefits

i) Defined Benefit Plans

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

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.

2.12 Income Tax

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

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

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

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

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

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

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

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

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

2.13 Provisions and Contingencies

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

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

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

2.14 Revenue Recognition

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

Sale of Services and Other Operating Revenue

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

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

Voyage Charter

Contract with a customer in case of voyage charter is accounted for when all the following criteria's are met:

- The amount of revenue can be measured reliably;
- It is probable that the economic benefits associated with the transaction will flow to the Establishment;

- The stage of completion of the transaction at the end of the reporting period can be measured reliably; and
- The cost incurred for the transaction and the costs to complete the transaction can be measured reliably.

When the outcome of the transaction cannot be estimated reliably, revenue shall be recognised only to the extent of the expenses recognised that are recoverable. Losses on voyages are recognised during the period in which the loss first becomes probable and can be reasonably estimated.

Time Charter

Revenue under time charter is recognised based on the terms of the time charter agreement.

Demurrage Income

Demurrage income, which is included in time/voyage chartering, represents payments by the customers to the Establishment when loading or discharging time exceeds the stipulated time in the time/ voyage charter, and is recognised when services have been performed and there exists no significant uncertainty as to its measurability and collectability.

Interest Income

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

Dividend Income

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

2.15 Foreign Currency Transactions and Translation

Functional and Presentation Currency

Items included in the Consolidated Financial Statements of the Group are measured using the currency of the primary economic environment in which the Group operates ('the functional currency'). The Consolidated Financial Statements are presented in Indian Rupee (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 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

2.16 Earnings per Share

Basic Earnings per Share

Basic earnings per equity share is computed by dividing profit or loss attributable to owners of the Parent Company by the weighted average number of equity shares outstanding during 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 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 41.

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.

₹ in Lakhs

4. PROPERTY, PLANT AND EQUIPMENT	As at 31st March 2023	As at 31st March 2022
Net Carrying Amount of:		
Buildings	1,337.76	1,349.42
Leasehold Improvements	582.42	692.64
Plant and Equipments	14,522.55	13,781.19
Furniture and Fixtures	324.08	320.93
Vehicles	270.98	229.25
Office Equipments	325.54	321.68
Total Property, Plant and Equipment	**17,363.33**	**16,695.11**

₹ in Lakhs

Property, Plant and Equipment	As at 31st March 2023						
	Buildings	Leasehold Improvements	Plant and Equipments	Furniture and Fixtures	Vehicles	Office Equipments	Total Property, Plant and Equipment
Gross Carrying Amount as at 1st April 2022	1,667.76	819.41	18,598.03	546.00	496.39	552.88	**22,680.47**
Additions	-	-	1,763.61	47.96	133.48	125.63	2,070.68
Disposals	-	-	(47.83)	(13.98)	(42.59)	(49.81)	(154.21)
Exchange differences on Consolidation	61.36	-	1,395.59	24.72	21.07	8.83	1,511.57
Gross Carrying Amount as at 31st March 2023	**1,729.12**	**819.41**	**21,709.40**	**604.70**	**608.35**	**637.53**	**26,108.51**
Accumulated Depreciation as at 1st April 2022	318.34	126.77	4,816.84	225.07	267.14	231.20	5,985.36
Charge for the Year	50.59	110.22	2,048.31	49.21	99.10	123.13	2,480.56
Disposals	-	-	(45.33)	(10.50)	(41.79)	(48.80)	(146.42)
Exchange differences on Consolidation	22.43	-	367.03	16.84	12.92	6.46	425.68
Accumulated Depreciation as at 31st March 2023	**391.36**	**236.99**	**7,186.85**	**280.62**	**337.37**	**311.99**	**8,745.18**
Net Carrying Amount as at 1st April 2022	**1,349.42**	**692.64**	**13,781.19**	**320.93**	**229.25**	**321.68**	**16,695.11**
Net Carrying Amount as at 31st March 2023	**1,337.76**	**582.42**	**14,522.55**	**324.08**	**270.98**	**325.54**	**17,363.33**

₹ in Lakhs

Property, Plant and Equipment	As at 31st March 2022						
	Buildings	Leasehold Improvements	Plant and Equipments	Furniture and Fixtures	Vehicles	Office Equipments	Total Property, Plant and Equipment
Gross Carrying Amount as at 1st April 2021	**1,640.41**	**804.61**	**8,980.05**	**518.51**	**474.73**	**515.33**	**12,933.64**
Additions	5.31	14.80	9,252.04	28.27	109.83	70.93	9,481.18
Disposals	-	-	(21.50)	(1.47)	(89.77)	(37.04)	(149.78)
Exchange differences on Consolidation	22.04	-	387.44	0.69	1.60	3.66	415.43
Gross Carrying Amount as at 31st March 2022	**1,667.76**	**819.41**	**18,598.03**	**546.00**	**496.39**	**552.88**	**22,680.47**
Accumulated Depreciation as at 1st April 2021	262.30	18.81	3,309.23	178.72	266.92	153.65	4,189.63
Charge for the Year	48.48	107.96	1,426.36	45.17	78.51	109.87	1,816.35
Disposals	-	-	(21.47)	(1.46)	(79.63)	(34.62)	(137.18)
Exchange differences on Consolidation	7.56	-	102.72	2.64	1.34	2.30	116.56
Accumulated Depreciation as at 31st March 2022	**318.34**	**126.77**	**4,816.84**	**225.07**	**267.14**	**231.20**	**5,985.36**
Net Carrying Amount as at 1st April 2021	**1,378.11**	**785.80**	**5,670.82**	**339.79**	**207.81**	**361.68**	**8,744.01**
Net Carrying Amount as at 31st March 2022	**1,349.42**	**692.64**	**13,781.19**	**320.93**	**229.25**	**321.68**	**16,695.11**

Note 1 : Aggregate amount of depreciation expense has been included under "Depreciation and Amortisation Expenses" in the Consolidated Statement of Profit and Loss.
Note 2 : Title deeds of immovable properties are held in the name of the companies within the Group.

TM INTERNATIONAL LOGISTICS LIMITED

Notes forming part of the **Consolidated Financial Statements** for the year ended 31st March, 2023

₹ in Lakhs

5. INTANGIBLE ASSETS	As at 31st March 2023	As at 31st March 2022
Net Carrying Amount of:		
Softwares	673.95	456.01
Special Freight Train Operator License	702.47	752.47
Operational Rights under Service Concession Agreement Berth# 13- Haldia Port	2,415.30	2,678.97
Total Intangible Assets	**3,791.72**	**3,887.45**

₹ in Lakhs

Intangible Assets	As at 31st March 2023			
	Softwares	Special Freight Train Operator License	Operating Rights Under Service Concession Agreement Berth#13 Haldia Port	Total Intangible Assets
Gross Carrying Amount as at 1st April 2022	**818.98**	**1,000.00**	**4,283.48**	**6,102.46**
Additions	401.20	-	-	401.20
Disposals	(1.41)	-	-	(1.41)
Exchange differences on Consolidation	1.71	-	-	1.71
Gross Carrying Amount as at 31st March 2023	**1,220.48**	**1,000.00**	**4,283.48**	**6,503.96**
Accumulated Amortization as at 1st April 2022	**362.97**	**247.53**	**1,604.51**	**2,215.01**
Charge for the Year	183.69	50.00	263.67	497.36
Disposals	(1.41)	-	-	(1.41)
Exchange differences on Consolidation	1.28	-	-	1.28
Accumulated Amortization as at 31st March 2023	**546.53**	**297.53**	**1,868.18**	**2,712.24**
Net Carrying Amount as at 1st April 2022	**456.01**	**752.47**	**2,678.97**	**3,887.45**
Net Carrying Amount as at 31st March 2023	**673.95**	**702.47**	**2,415.30**	**3,791.72**

₹ in Lakhs

Intangible Assets	As at 31st March 2022			
	Softwares	Special Freight Train Operator License	Operating Rights Under Service Concession Agreement Berth#13 Haldia Port	Total Intangible Assets
Gross Carrying Amount as at 1st April 2021	575.80	1,000.00	4,097.80	**5,673.60**
Additions	263.14	-	185.68	448.82
Disposals	(20.47)	-	-	(20.47)
Exchange differences on Consolidation	0.51	-	-	0.51
Gross Carrying Amount as at 31st March 2022	**818.98**	**1,000.00**	**4,283.48**	**6,102.46**
Accumulated Amortization as at 1st April 2021	288.53	197.53	1,346.33	1,832.39
Charge for the Year	93.14	50.00	258.18	401.32
Disposals	(18.95)	-	-	(18.95)
Exchange differences on Consolidation	0.25	-	-	0.25
Accumulated Amortization as at 31st March 2022	**362.97**	**247.53**	**1,604.51**	**2,215.01**
Net Carrying Amount as at 1st April 2021	**287.27**	**802.47**	**2,751.47**	**3,841.21**
Net Carrying Amount as at 31st March 2022	**456.01**	**752.47**	**2,678.97**	**3,887.45**

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

TM INTERNATIONAL LOGISTICS LIMITED

Notes forming part of the **Consolidated Financial Statements** for the year ended 31st March, 2023

₹ in Lakhs

6 : RIGHT OF USE ASSETS	As at 31st March 2023	As at 31st March 2022
Net Carrying Amount of:		
Land & Buildings	2,640.36	1,398.33
Railway Rakes	29,370.52	17,247.74
Vehicles	1.39	1.32
Total Right of Use Assets	**32,012.27**	**18,647.39**

₹ in Lakhs

Right-of-use Assets	As at 31st March 2023			
	Land & Buildings	Railway Rakes	Railway Rakes	Total Right of use Assets
Gross Carrying Amount as at 1st April 2022	**2,606.99**	**32,476.61**	**44.74**	**35,128.34**
Additions	1,947.34	19,984.16	-	21,931.50
Adjustment on account of Modification/Termination of Lease	(257.07)	(1,232.46)	-	(1,489.53)
Exchange differences on consolidation	12.52	-	2.61	15.13
Gross Carrying Amount as at 31st March 2023	**4,309.78**	**51,228.31**	**47.35**	**55,585.44**
Accumulated Depreciation as at 1st April 2022	1,208.66	15,228.87	43.42	16,480.95
Charge for the year	653.48	7,067.20	-	7,720.68
Adjustment on account of Modification/Termination of Lease	(192.71)	(438.28)	-	(630.99)
Exchange differences on consolidation	(0.01)	-	2.54	2.53
Accumulated Depreciation as at 31st March 2023	**1,669.42**	**21,857.79**	**45.96**	**23,573.17**
Net Carrying Amount as at 1st April 2022	**1,398.33**	**17,247.74**	**1.32**	**18,647.39**
Net Carrying Amount as at 31st March 2023	**2,640.36**	**29,370.52**	**1.39**	**32,012.27**

₹ in Lakhs

Right-of-use Assets	As at 31st March 2022			
	Land & Buildings	Railway Rakes	Railway Rakes	Total Right of use Assets
Gross Carrying Amount as at 1st April 2021	2,366.06	29,889.70	45.50	32,301.26
Additions	362.68	2,586.91	-	2,949.59
Adjustment on account of Modification/Termination of Lease	(116.85)	-	-	(116.85)
Disposals	(3.91)	-	-	(3.91)
Exchange differences on consolidation	(0.99)	-	(0.76)	(1.75)
Gross Carrying Amount as at 31st March 2022	**2,606.99**	**32,476.61**	**44.74**	**35,128.34**
Accumulated Depreciation as at 1st April 2021	809.70	8,527.57	28.66	**9,365.93**
Charge for the Year	464.06	6,701.30	15.55	7,180.91
Adjustment on account of Modification/Termination of Lease	10.42	-	-	10.42
Disposals	(73.82)	-	-	(73.82)
Exchange differences on consolidation	(1.70)	-	(0.79)	(2.49)
Accumulated Depreciation as at 31st March 2022	**1,208.66**	**15,228.87**	**43.42**	**16,480.95**
Net Carrying Amount as at 1st April 2021	**1,556.36**	**21,362.13**	**16.84**	**22,935.33**
Net Carrying Amount as at 31st March 2022	**1,398.33**	**17,247.74**	**1.32**	**18,647.39**

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

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

Notes forming part of the **Consolidated Financial Statements** for the year ended 31st March, 2023

₹ in Lakhs

7. LOANS- NON CURRENT	As at 31st March 2023	As at 31st March 2022
Unsecured, Considered Good		
Loan to Employees	**55.80**	48.60
	55.80	48.60

₹ in Lakhs

8. OTHER FINANCIAL ASSETS- NON CURRENT	As at 31st March 2023	As at 31st March 2022
Unsecured, Considered Good		
Security Deposits ^	595.42	437.74
Deposits with Banks (With Maturity of more than 12 Months) #*	230.26	419.72
Accrued Interest on Deposits	14.59	15.46
	840.27	**872.92**
*** Earmarked amount**	**203.50**	**417.70**
^ Includes Dues from Related Parties (Refer Note No.53)	**0.81**	**0.81**
# Financial Assets carried at Amortised Cost		

₹ in Lakhs

9. NON CURRENT TAX ASSETS (NET)	As at 31st March 2023	As at 31st March 2022
Advance Payment of Taxes	3,411.23	3,813.88
	3,411.23	3,813.88
*** Net of Provision for Taxes**	**9,428.75**	**8,761.78**

₹ in Lakhs

10. OTHER NON CURRENT ASSETS	As at 31st March 2023	As at 31st March 2022
Capital Advances	172.06	46.67
Prepaid Expenses	43.28	62.12
	215.34	**108.79**

₹ in Lakhs

11. INVENTORIES- CURRENT	As at 31st March 2023	As at 31st March 2022
At lower of cost or Net Realisable value		
Stores and spares	762.20	588.34
	762.20	588.34
Net of Provision	**23.22**	**36.17**

₹ in Lakhs

12. INVESTMENTS- CURRENT	As at 31st March 2023	As at 31st March 2022
Investment Carried at Fair Value through Profit or Loss		
Investments in Mutual Funds (Quoted)		
In units of 1,000/- each		
Tata Liquid Fund Direct Plan - Growth	2,472.76	-
69,627.438 (31st March 2022 : Nil) Units		
	2,472.76	-
Aggregate amount of Quoted Investments	**2,472.76**	**-**

Notes forming part of the **Consolidated Financial Statements** for the year ended 31st March, 2023

₹ in Lakhs

13. TRADE RECEIVABLES- CURRENT	As at 31st March 2023	As at 31st March 2022
Trade Receivable - Considered Good - Unsecured #*	25,512.98	23,152.32
Trade Receivable - Credit Impaired	1,977.53	2,407.50
Trade Receivable Gross	**27,490.51**	**25,559.82**
Less: Loss Allowance on Trade Receivables	1,977.53	2,407.50
	25,512.98	**23,152.32**
# Includes Dues from Related Parties (Refer Note No.53)	**18,453.29**	**19,134.09**
*** Includes Unbilled Trade Receivables, as the Group has not yet issued an invoice**	**113.08**	**130.97**
For Ageing of Trade Receivables as at year end, refer Note 49 (a).		

₹ in Lakhs

14. CASH AND CASH EQUIVALENTS : CURRENT	As at 31st March 2023	As at 31st March 2022
Cash on Hand	5.55	4.79
Cheques Drafts on Hand	0.54	-
Balance with Banks		
In Current Account	6,135.88	9,260.15
In Deposit Account	**2,322.17**	**450.00**
	8,464.14	**9,714.94**

₹ in Lakhs

15. OTHER BANK BALANCES	As at 31st March 2023	As at 31st March 2022
Fixed Deposits with Banks*	42,085.90	38,503.12
	42,085.90	**38,503.12**
*** Earmarked Amount**	**580.13**	**2,095.30**

₹ in Lakhs

16. LOANS- CURRENT	As at 31st March 2023	As at 31st March 2022
Unsecured, Considered Good		
Loan to Employees	37.23	75.32
	37.23	**75.32**

₹ in Lakhs

17. OTHER FINANCIAL ASSETS : CURRENT	As at 31st March 2023	As at 31st March 2022
Unsecured, Considered Good		
Security Deposits	114.36	102.90
Accrued Interest on Deposits	551.65	141.00
Other Receivables	128.14	225.63
Rebate Receivables	2,696.08	1,629.50
	3,490.23	**2,099.03**

₹ in Lakhs

18. OTHER CURRENT ASSETS	As at 31st March 2023	As at 31st March 2022
Balance with Government Authorities @	810.98	376.16
Prepaid Expenses	681.12	552.16
Advance to Employees	10.82	8.43
Advance to Supplier/Service Providers	9,461.75	9,745.95
	10,964.67	**10,682.70**

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

Notes forming part of the **Consolidated Financial Statements** for the year ended 31st March, 2023

₹ in Lakhs

19: EQUITY SHARE CAPITAL	As at 31st March 2023	As at 31st March 2022
(i) Authorised Share Capital		
1,90,00,000 Equity shares of ₹ 10 each	1,900.00	1,900.00
[March 31, 2022: 19000000 Equity shares of ₹ 10 each]		
(ii) Issued, Subscribed and Paid-up Share Capital		
1,80,00,000 Equity shares of ₹ 10 each, fully paid up	1,800.00	1,800.00
[March 31, 2022: 18000000 Equity shares of ₹ 10 each, fully paid-up]		
	1,800.00	**1,800.00**

i. Reconciliation of Shares

Equity Shares of 10/- each	As at 31st March 2023		As at 31st March 2022	
	No. of Shares (in Lakhs)	Amount (₹) in Lakhs	No. of Shares (in Lakhs)	Amount (₹) in Lakhs
Balance at the beginning of Year	180.00	1,800.00	180.00	1,800.00
Balance at end of the Year	**180.00**	**1,800.00**	180.00	1,800.00

ii. Terms and Rights attached to Equity Shares

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

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

	As at 31st March 2023		As at 31st March 2022	
	No. of shares (in Lakhs)	%	No. of shares (in Lakhs)	%
Tata Steel Limited	91.80	51.00	91.80	51.00
NYK Holding (Europe) B.V.	46.80	26.00	46.80	26.00
IQ Martrade Holding Und Management GmbH	41.40	23.00	41.40	23.00
	180.00	**100.00**	**180.00**	**100.00**

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

₹ in Lakhs

20. OTHER EQUITY	As at 31st March 2023	As at 31st March 2022
General Reserves		
Balance at the Beginning of the Year	**8,562.57**	8,562.57
Balance at the End of the Year	**8,562.57**	8,562.57
Retained Earnings		
Balance at the Beginning of the Year	**51,673.23**	46,765.19
Profit for the Year	**7,999.64**	6,628.38
Other Comprehensive Income for the Year		
- Remeasure of Post-Employment Defined Benefit Obligation (Net of Tax)	**92.34**	(48.65)
Final Dividend on Equity Shares	(3,300.00)	(1,700.00)
Others	-	28.31
Balance at the End of the Year	**56,465.21**	51,673.23
Capital Reserve		
Balance at the Beginning of the Year	**630.36**	630.36
Balance at the End of the Year	**630.36**	630.36
Foreign Currency Translation Reserve		
Balance at the Beginning of the Year	**14,055.22**	13,478.25
Add/ (Less): 'Exchange Differences on Translation of Foreign Operations during the Year	**3,585.20**	576.97
Balance at the End of the Year	**17,640.42**	**14,055.22**
	83,298.56	74,921.38

Notes forming part of the Consolidated Financial Statements for the year ended 31st March, 2023

₹ in Lakhs

21. LEASE LIABILITIES : NON-CURRENT	As at 31st March 2023	As at 31st March 2022
Lease Liabilities	**22,949.19**	12,044.38
	22,949.19	12,044.38

₹ in Lakhs

22. OTHER FINANCIAL LIABILITIES : NON-CURRENT	As at 31st March 2023	As at 31st March 2022
Liability for Employee's Family Benefit Scheme	**201.75**	55.53
	201.75	55.53

₹ in Lakhs

23. PROVISIONS : NON-CURRENT	As at 31st March 2023	As at 31st March 2022
Provision for Employee Benefits		
Provision for Gratuity	585.01	516.87
Post Retirement Medical Benefit Payable	56.91	42.71
Director Pension Scheme Payable	219.96	241.67
Employee Seperation Scheme	415.21	551.33
Provision for Compensated Absences	754.28	789.51
Replacement Obligation for Berth#13 at Haldia Port	916.12	901.22
	2,947.49	**3,043.31**

₹ in Lakhs

24. LEASE LIABILITIES : CURRENT	As at 31st March 2023	As at 31st March 2022
Lease Liabilities	10,448.00	7,828.67
	10,448.00	7,828.67

₹ in Lakhs

25. TRADE PAYABLES : CURRENT	As at 31st March 2023	As at 31st March 2022
Creditors for Supplies and Services - Micro Enterprises and Small Enterprises (Refer Note 39)	**476.43**	195.40
Creditors for Supplies and Services - Others #	**15,655.27**	15,334.92
Creditors for Accrued Wages and Salaries	**1,366.64**	1,109.41
	17,498.34	16,639.73
# Includes Dues to Related Parties (Refer Note No.53)	**91.74**	57.04
For Ageing of Trade Payables as at year end, refer Note 51A (a).		

₹ in Lakhs

26. OTHER FINANCIAL LIABILITIES : CURRENT	As at 31st March 2023	As at 31st March 2022
Creditors for capital supplies/services	**31.41**	10.76
Security Deposit Received #	**71.65**	64.14
Liability for Employee's Family Benefit Scheme	**20.91**	56.38
Other Liabilities #	**1,359.04**	2,161.88
	1,483.01	2,293.16
# Includes Dues to Related Parties (Refer Note No.53)	**1,430.69**	2,043.37

TM INTERNATIONAL LOGISTICS LIMITED

Notes forming part of the **Consolidated Financial Statements** for the year ended 31st March, 2023

₹ in Lakhs

27. PROVISIONS : CURRENT	As at 31st March 2023	As at 31st March 2022
Provision for Employee Benefits		
Provision for Gratuity	**71.90**	102.83
Post Retirement Medical Benefit Payable	**5.46**	3.75
Director Pension Scheme Payable	**21.08**	21.20
Employee Seperation Scheme	**170.71**	187.30
Provision for Compensated Absences	**59.87**	35.10
Replacement Obligation for Berth#13 at Haldia Port	**693.67**	555.85
	1,022.69	906.03

₹ in Lakhs

28. CURRENT TAX LIABILITIES	As at 31st March 2023	As at 31st March 2022
Provision for Taxes	**1.41**	1.51
	1.41	1.51

₹ in Lakhs

29. OTHER CURRENT LIABILITIES	As at 31st March 2023	As at 31st March 2022
Contract Liabilities #	**9,812.81**	10,004.60
Dues Payable to Goverment Authorities	**873.74**	809.95
Other payables	**333.81**	-
	11,020.36	10,814.55
# Includes Dues to Related Parties (Refer Note No.53)	**3,121.83**	4,102.88

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

₹ in Lakhs

30. REVENUE FROM OPERATIONS	For the Year ended 31st March 2023	For the Year ended 31st March 2022
Income from Port Related Services	27,234.40	24,524.07
Income from Railway Services	46,636.09	50,508.63
Income from Shipping Freight	59,488.58	73,489.47
Income from Freight Agency and Related Services	10,734.61	18,226.31
Income from Warehousing Services	1,566.81	547.42
	1,45,660.49	**1,67,295.90**

Management expects that 100% of the transaction price allocated to the unsatisfied contracts as at 31st March 2023 will be recognised as revenue during the next reporting period - **₹ 1587.11 Lakhs** (31st March 2022 : ₹ 867.94 Lakhs).

TM INTERNATIONAL LOGISTICS LIMITED

Notes forming part of the **Consolidated Financial Statements** for the year ended 31st March, 2023

₹ in Lakhs

31. OTHER INCOME	For the Year ended 31st March 2023	For the Year ended 31st March 2022
Interest on Income Tax Refund	220.93	66.82
Interest Income from Financial Assets carried at Amortised Cost - Deposits	1,002.96	481.27
Profit on Sale of Investments in Mutual Funds	121.91	20.18
Profit on Sale of Property Plant and Equipments (Net)	11.77	5.64
Income from Insurance Claim	17.35	-
Income from Rental Services	14.94	20.10
Liabilities no Longer Required Written Back	296.06	358.76
Recovery of Bad Debts	1.74	-
Provision for Loss Allowances Written Back	4.30	1.34
Gain on Foreign Currency Transactions (Net)	-	60.38
Profit on Revaluation of Investments	15.90	-
Other Non Operating Income	392.21	66.70
	2,100.07	**1,081.19**

₹ in Lakhs

32. OPERATING EXPENSES	For the Year ended 31st March 2023	For the Year ended 31st March 2022
Intraport Transportation including On Shore handling	2,681.76	1,355.18
Custom Clearance Charges	91.87	101.02
Stevedoring & Other Related Expenses	7,385.93	10,687.62
Equipment Assistance Charges	542.51	331.92
Royalty to Syama Prasad Mookerjee Port Trust - Haldia Dock Complex	1,051.40	1,025.81
Vessel Hire Charges	26,216.40	45,027.46
Bunkering Charges	11,373.84	8,555.18
Railway Freight Charges	36,388.94	41,017.70
Ocean Freight charges	7,686.25	15,135.44
Warehousing Charges	3,813.76	872.09
Other Charges	14,807.37	13,295.86
	1,12,040.03	**1,37,405.28**

₹ in Lakhs

33. EMPLOYEE BENEFIT EXPENSE	For the Year ended 31st March 2023	For the Year ended 31st March 2022
Salaries and Wages including Bonus	6,872.04	6,168.22
Contribution to Provident and Other Funds	479.98	409.37
Staff Welfare Expenses	297.70	240.92
	7,649.72	**6,818.51**

₹ in Lakhs

34. FINANCE COST	For the Year ended 31st March 2022	For the Year ended 31st March 2021
Unwinding of Discount	81.49	72.66
Interest and finance charges on lease liabilities and financial liabilities not at fair value through profit or loss	1,960.12	1,670.60
Interest on Micro and Small Enterprises creditors	20.27	5.14
	2,061.88	**1,748.40**

₹ in Lakhs

35. OTHER EXPENSES	For the Year ended 31st March 2023	For the Year ended 31st March 2022
Consumption of Stores and Spare Parts	1,105.22	775.91
Power & Fuel	139.11	126.58
Rent (including Plot Rent)	455.01	442.87
Repairs to Buildings	172.10	194.48
Repairs to Machinery	811.26	949.28
Repairs- Others	221.50	227.00
Insurance Charges	236.95	212.36
Rates and Taxes	244.94	85.89
Travelling Expenses	471.79	248.13
Corporate Social Responsibility Expenditure (Refer Note 35.2 below)	68.47	91.78
Replacement Obligation under SCA at Berth#13 Haldia	91.15	5.68
Security Charges	312.10	334.58
Provision for Loss Allowance	15.03	23.36
Provision for Dead Stock	6.23	7.57
Professional & Consultancy charges	487.87	403.05
Loss on Foreign Currency Transactions (Net)	42.26	-
Payment to Auditors (Refer Note 35.1 below)	39.83	37.11
Miscellaneous Expenses	1,256.56	1,017.59
	6,177.38	**5,183.22**

35.1 Payment to Auditors ₹ in Lakhs

Audit Fee	21.00	21.00
Tax Audit	4.00	4.00
Other Matters (including Certification)	12.55	11.55
Out of Pocket Expenses	2.28	0.56
	39.83	**37.11**

35.2 Disclosures in relation to Corporate Social Responsibility expenditure ₹ in Lakhs

Contribution towards promoting health care including preventive health care and sanitation	**6.38**	23.48
Contribution towards rural development projects	**-**	32.91
Contribution towards disaster management	**0.92**	7.22
Contribution towards promoting education	**23.43**	11.40
Contribution towards livelihood enhancement projects	**37.74**	-
Others	-	16.77
Total	**68.47**	**91.78**
Corporate Social Responsibility Expenditure		
(a) Amount required to be spent as per Section 135 of the Act	63.06	88.72
(b) Amount spent during the Year		
(i) Construction / Acquisition of assets	-	7.91
(ii) On Purposes other than (i) above	68.47	83.87
	68.47	**91.78**
Details of excess CSR expenditure under Section 135(5) of the Act		
Balance excess spent at the beginning of the Year	3.06	-
Amount required to be spent during the year	63.06	88.72
Amount spent during the year	68.47	91.78
Balance excess spent as at 31st March 2023*	**8.47**	**3.06**

*The Group does not intend to carry forward the excess of corporate social responsibility spent during the year to the succeeding years.

36. CONTINGENCIES

a. Contingent Liability ₹ in Lakhs

Particulars	As at 31st March 2023	As at 31st March 2022
Claims against the Group not acknowledged as Debts		
Service Tax	**8,155.38**	9,908.80
Income Tax	**166.70**	166.62
Syama Prasad Mookerjee Port Trust	**1,756.14**	1,742.69
Tariff Authority of Major Ports	**14,620.07**	14,819.56
Custom Duty	**26.00**	25.00
Others	**49.87**	49.87
	24,774.16	**26,712.54**

The details of material litigations are as described below:

Taxes, Dues and Other Claims

(a) (a) Service Tax: **₹ 1,265.13 lakhs** (31st March 2022: ₹ 3,021.13 lakhs). The Service Tax Department had raised the demand for handling of export cargo and intra-port transportation for the FY 2001-02 to FY 2005-06 against which the Parent Company had filed writ petitions and obtained stay orders from Hon'ble High Court of Orissa which was disposed off vide order dated 29th September 2021 suggesting the Parent Company to file a reply to the adjudicating authority by 1st November 2021. The Parent Company had filed the reply on 29th October 2021, subsequent to which the adjudicating authority issued a demand order against which the Parent Company filed an appeal before the Commissioner of Central Excise (Appeals) and received an order dated 17th June 2022 in which the Commissioner of Central Excise (Appeals) remanded back the assessment to the original authority. The Parent Company has filed an appeal with Customs, Excise & Service Tax Appellate Tribunal (CESTAT) on September 14, 2022 and such appeal is pending for hearing.

(b) The Service Tax Department has raised the demand for **₹ 6,677.63 Lakhs** (31st March 2022: ₹ 6,677.63 Lakhs) on applicability of service tax on remittances made to Overseas Logistics Service Providers by one of the subsidiary company from Financial Year 2005-2006 to Financial Year 2009-2010. The subsidiary company has filed an appeal against the demand and has obtained stay from Kolkata High Court against the pre-deposit demanded by the CESTAT Eastern Zone. The matter is pending with CESTAT Eastern Zone.

(c) Syama Prasad Mookerjee Port Trust (earlier Kolkata Port Trust) has claimed an amount of **₹ 1,280.02 Lakhs** (31st March 2022: ₹ 1,280.02 Lakhs) in December, 2007 for cargo shifting charges. An appeal has been filed with Hon'ble Calcutta High Court by the Parent Company. The hearing has not been concluded and the suit is pending for disposal at Hon'ble Calcutta High Court.

(d) In accordance with the provisions of the Major Port Trust Act, Tariff Authority of Major Ports (TAMP) issued tariff order directing the parent Company to refund the alleged excess charge of ₹ 2,359.55 Lakhs to the customers alongwith compound interest totalling to **₹14,620.07 Lakhs** (31st March 2022: ₹13,053.64 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.

37. COMMITMENTS

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

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

As at 31st March, 2023, Parent Company's investments in equipments and infrastructure aggregate to **₹ 2,580.00 Lakhs** (31st March 2022: ₹ 2,580.00 Lakhs).

The Management of the Parent Company has requested the Port Trust Authorities for suitable modification to the investment obligation in view of the changes in the business and economic scenario. The Port Trust Authorities have, subject to sanction of the Government of India, approved the changes proposed by the 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: **₹ 436.81 Lakhs** (31st March 2022: ₹ 504.93 Lakhs).

38. LEASES

(a) Group as a lessee

The Group leases various Offices, Warehouses, and Railway Rakes. Rental contracts are typically made for fixed periods of 1 year to 9 years, but may have extension options as described below.

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

Particulars	Note	For the Year ended 31st March 2023	For the Year ended 31st March 2022
Interest expense (included in finance costs)	34	1,960.12	1,675.74
Expense relating to short-term leases (included in other expenses)	35	140.27	96.94
		2,100.39	**1,772.68**

Total Cash Outflow for Leases for the year ended 31st March 2023 was **₹ 9,521.54 Lakhs** (31st March, 2022: ₹ 8,482.65 Lakhs.)

Extension and Termination options
Extension and Termination options are included in a number of buildings and railway rakes leases across the Group. These are used to maximise operational flexibility in terms of managing the assets used in the Group's operations. The majority of extension and termination options held are exercisable only by the Group and not by the respective lessor.

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

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

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

As at 31st March 2023, potential future cash outflows of **₹ 132.30 Lakhs** (31st March 2022: ₹ 132.30 Lakhs) (undiscounted) have not been included in the lease liability because it is not reasonably certain that the leases will be extended (or not terminated).

The lease term is reassessed if an option is actually exercised (or not exercised) or the Group becomes obliged to exercise (or not exercise) it. The assessment of reasonable certainty is only revised if a significant event or a significant change in circumstances occurs, which affects this assessment, and that is within the control of the lessee. During the current year, the financial effect of revising lease terms to reflect the effect of exercising termination options was a decrease in recognised Lease Liabilities and Right-of-Use assets of **₹ 858.54 Lakhs** (31st March 2022: ₹ 106.43 Lakhs). During the current and previous year, no extension options in lease agreements were exercised.

(b) Group as a Lessor
The Group leases out office premises. Rental contracts are typically made for fixed periods of 1 year but may have extension options except in case of some office spaces due to the fact that the Establishment could replace them without significant cost or business disruption. Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions. The lease arrangements do not impose any covenants, however leased assets are not used as security for borrowing purposes. Lease payments received during the Year ended 31st March 2023 (recognised as Income from Rental Services in Note 31) is **₹ 14.94 lakhs** (31st March 2022: ₹ 20.10 lakhs).

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

₹ in Lakhs

	Particulars	As at 31st March, 2023	As at 31st March, 2022
1	The Principal amount and Interest due thereon remaining unpaid to any supplier at the end of the accounting year		
	- Principal amount	**476.43**	195.40
	- Interest due thereon	**8.18**	0.21
2	The amount of interest paid by the buyer in terms of Section 16 of the MSMED Act, 2006 along with the amount of the payment made to the supplier beyond the appointed day during the year		
	- Principal amount	**-**	-
	- Interest due thereon	**-**	-
3	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under this Act		
	- Principal amount	**289.56**	371.07
	- Interest due thereon	**0.69**	5.31
4	The amount of interest accrued and remaining unpaid - at the end of the accounting year	**8.87**	5.57
5	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest due on above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under Section 23 of the MSMED Act, 2006.	**25.83**	16.96

The above particulars, as applicable, have been given in respect of MSE's to the extent they could be identified on the basis of the information available with the Group.

40. CODE ON SOCIAL SECURITY

The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment received Indian Parliament approval and Presidential assent in September 2020. The Code has been published in the Gazette of India and subsequently on November 13, 2020 draft rules were published and invited for stakeholders' suggestions. However, the date on which the Code will come into effect has not been notified as on date. The Group will assess the impact of the Code as and when the same comes into effect and accordingly, record any related impact in the year the Code becomes effective.

41. SEGMENT REPORTING

A. Segment Information

The Group's CODM has identified three reportable segments of its business viz, Port and Railway Operations & Others, 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 measures 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:

Particulars	For the Year ended March 31, 2023				
	Business Segments				
	Port and Railway Operations & Others	Shipping	Freight Forwarding	Eliminations	Total
Revenue from External Customers	**75,003.10**	**59,488.59**	**11,168.80**		**1,45,660.49**
	(75,991.18)	(73,489.47)	(17,815.25)		(1,67,295.90)
Inter-Segment Revenue	**5.93**	**1,323.65**	**929.20**	**2,258.78**	**-**
	(46.77)	-	(814.82)	(861.59)	-
Total Segment Revenue	**75,009.03**	**60,812.24**	**12,098.00**	**2,258.78**	**1,45,660.49**
	(76,037.95)	(73,489.47)	(18,630.07)	(861.59)	(1,67,295.90)
Time of Revenue Recognition					
At a Point in Time	**42,242.49**	**60,812.24**	**2,766.90**	**935.13**	**1,04,886.50**
	(25,529.32)	-	(18,630.07)	(861.59)	(43,297.80)
Over Time	**32,766.54**	**-**	**9,331.10**	**1,323.65**	**40,773.99**
	(50,508.63)	(73,489.47)	-	-	(1,23,998.10)

Segment Results:

₹ in Lakhs

Particulars	For the Year ended March 31, 2023				
	Business Segments				
	Port and Railway Operations & Others	Shipping	Freight Forwarding	Eliminations	Total
	7,877.63	**4,481.31**	**1,023.60**	**(3,300.00)**	**10,082.54**
Segment Profit before Finance Cost and Tax	(5,230.39)	(3,674.59)	(1,373.42)	1,000.00	(9,278.40)
Reconciliation to Profit before Tax					
Unallocable Income/(Expenses) (Net)					**1,112.29**
					(293.10)
Finance Cost					**2,061.88**
					(1,748.40)
Profit Before Tax					**9,132.95**
					(7,823.10)
Other Information					
Depreciation and Amortisation (Allocable)	**8,451.26**	**1,857.80**	**389.54**	**-**	**10,698.60**
	(7,910.13)	(1,249.89)	(238.56)	-	(9,398.58)
Other Significant Non-Cash Expenses other than Depreciation and Amortisation	**19.16**	**-**	**2.11**	**-**	**21.27**
	(12.58)	-	(18.34)	-	(30.92)

Segment Assets:

Particulars	For the Year ended March 31, 2023			
	Business Segments			
	Port and Railway Operations & Others	Shipping	Freight Forwarding	Total
Segment Assets	**66,122.02**	**19,839.24**	**8,871.69**	**94,832.95**
	(55,279.55)	(15,937.40)	(5,473.63)	(76,690.58)
Unallocable Assets				**57,856.27**
				(53,684.08)
Total Assets				**1,52,689.22**
				(1,30,374.66)

Figures in brackets represents comparative figures of previous year.

Segment Liabilities:

Particulars	For the Year ended March 31, 2023			
	Business Segments			
	Port and Railway Operations & Others	Shipping	Freight Forwarding	Total
Total Segment Liabilities	**53,838.39**	**5,287.85**	**8,463.01**	**67,589.25**
	(44,643.71)	(3,656.83)	(5,351.23)	(53,651.77)
Unallocable Liabilities				**1.41**
				(1.51)
Total Liabilities				**67,590.66**
				(53,653.28)

Figures in brackets represents comparative figures of previous year.

C. Entity-wise Disclosures

₹ in Lakhs

i) 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 2023	For the Year ended 31st March 2022
India	**1,16,761.98**	**1,20,278.30**
Rest of the World	28,898.51	47,017.60
	1,45,660.49	**1,67,295.90**

₹ in Lakhs

ii) 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 2023	For the Year ended 31st March 2022
India	**42,744.68**	**30,166.24**
Rest of the World	14,066.36	13,272.72
	56,811.04	**43,438.96**

₹ in Lakhs

iii) Details of Major Customers Accounting for more than 10% of Revenue from External Customers	For the Year ended 31st March 2023	For the Year ended 31st March 2022
Tata Steel Limited	**67,470.21**	**70,962.41**

42. Services Concession Agreement

(a) TM International Logistics Limited (TMILL / Licensee) signed a service concession agreement with Syama Prasad Mookerjee Port Trust (earlier Kolkata Port Trust) (KoPT/Licensor) on 29th January'2002 for allotment of multipurpose berth along with its back up area at Haldia Dock Complex. TMILL has taken a berth (Berth #13) at Haldia Port on lease from the Syama Prasad Mookerjee Port Trust (earlier Kolkata Port Trust) — Haldia Dock Complex (KoPT-HDC) for a period of 30 years ending on 28th January 2032. Further in Dec'2006 and Sep'2006, TMILL took a plot from KoPT on lease, measuring 54,000 square meters and 9,000 square meters respectively, for the purpose of storing Cargos and to develop a railway siding for cargo handled at Berth #13. Said plots have been taken on lease for a period ending on 28th January, 2032 (i.e. end date of lease period of the original Service Concession Agreement).

(b) (i) The rates for TMILL is governed by Tariff Authority for Major Ports (TAMP) and is as per the "Guidelines for Regulation of Tariff at Major Ports, 2004".

The actual physical and financial performance will be reviewed at the end of the prescribed tariff validity period with reference to the projections relied upon at time of fixing the prevailing tariff. If performance variation of more than + or — 20% is observed as compared to the projections, tariff will be adjusted prospectively. While doing so, 50 % of the benefit / loss already accrued will be set off while revising the tariff. TAMP will prescribe a timetable specifying when each port should submit tariff proposal for review/ revision. Till such a timetable is prescribed, proposals for revision of existing tariff shall be forwarded at least 3 months before these are due for revision. Major Port Trusts, including Private Terminal Operators will be duty bound to send proposal for fixation of tariff within the prescribed time frame. In case of failure on their part to do so, TAMP may for good and sufficient reasons to believe that interests of users are to be protected and / or to rationalise tariff arrangements commonly at ports, sup mote, initiate proceedings in any tariff matter, review and, if necessary, revise the tariffs. In such proceedings, opportunity of hearing will be given to the concerned ports.

The Major Port Trusts, including Private Terminal Operators at such ports shall initiate tariff proposal and forward the same to TAMP at least three months before these are due for revision. The Private Operators can submit their tariff proposals directly to TAMP with a copy to the landlord port trust for information. Tariff once fixed shall be in force for three years unless a different period is explicitly prescribed in any individual case by TAMP or in the past concession agreement. For good and sufficient reasons, ports may propose revision ahead-of-schedule. After the specified validity period is over, the approval accorded will lapse automatically unless specifically extended by TAMP.

(ii) The Licensee shall pay to the Licensor royalty per month at the percentage level set out in the License Agreement.

(c) (i) KoPT has granted to TMILL the exclusive right to enter upon, occupy and use the KoPT's assets for the purpose of providing the services at Berth#13 as per the terms and conditions of service concession agreement.

(ii) TMILL shall provide the cargo handling services at Berth#13 and during the operation phase shall manage, operate, maintain, repair and replace the Project facilities and Services, entirely at its cost, charges, expenses, risk in accordance with the provision of the License agreement. TMILL has to provide Services on a common user basis and may offer preferential or priority berthing to the customers to optimise the use of Berth#13 in accordance with License Agreement.

(iii) TMILL shall at its own cost make development and improvements in the Licensor's Assets and shall install/provide cargo handling equipment's as may be necessary or appropriate as per the license Agreement.

(iv) At the end of the concession period, TMILL shall handover Licensor's Assets to the Licensor free of cost and also transfer all its rights, titles and interest in or over the tangible assets at Berth#13. On the transfer date, the Licensor shall pay to the license the compensation/terminal value, as the case may be, in accordance with the license agreement.

(v) The licensor may extend the license period beyond 30 years as per the provision of the concession agreement, As per the provision of agreement, the Licensor and Licensee are entitled to terminate the license agreement either on account of force major event or on account of event of default.

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

(e) The service concession agreement have been classified as Intangibles Assets (Refer Note 5).

(f) Intangible Assets include Upfront Fees paid to Syama Prasad Mookerjee Port Trust (earlier Kolkata Port Trust) — Haldia Dock Complex towards securing the right to operate Berth No. 13 (situated at Haldia) for a period of 30 years and which is being amortised on straight line basis over the lease period (Refer Note 5).

₹ in Lakhs

43. EARNINGS PER SHARE		For the Year ended 31st March 2023	For the Year ended 31st March 2022
(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	(in Lakhs)	**7,999.64**	6,628.38
(vi) Basic Earnings per Equity Share [(v) / (iii)]	(₹)	**44.44**	36.82
(B) Diluted			
(i) Dilutive Potential Equity Shares		**-**	-
(ii) Dilutive Earnings per Equity Share (Same as (A) (vi) above)		**44.44**	**36.82**

44. Interest in Subsidiaries

The Parent Company's subsidiaries at 31st March 2023 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	
			For the Year ended 31st March 2023	For the Year ended 31st March 2022
International Shipping & Logistics FZE	Shipping	UAE	100%	100%
TKM Global Logistics Limited	Freight Forwarding	India	100%	100%
TKM Global GMBH	Freight Forwarding	Germany	100%	100%
TKM Global China Limited	Freight Forwarding	China	100%	100%

45. EMPLOYEE BENEFITS

(a) Defined Contribution Plans

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

One of the subsidiary provides Provident Fund to its employees and both the employer and employee make monthly contributions to a fund administered by Government of India. The subsidiary company has no legal or constructive obligation to pay further contributions if the funds do not hold sufficient assets to pay employee benefits. The contributions are recognised as expenses in the Statement of Profit and Loss based on the amount of contribution required to be made and when services are rendered by employees.

The Group has recognised expenses under defined contribution plan in the Statement of Profit and Loss, as below:

₹ in Lakhs

	For the Year ended 31st March 2023	For the Year ended 31st March 2022
Superannuation Fund	**46.37**	**49.87**
Tata Employees' Pension Fund	6.99	6.67
Provident Fund (with Regional Provident Fund Commissioner)	25.07	25.34
Total	**78.43**	**81.88**

(b) Defined Benefits Plans

i. Funded

a. Provident Fund

b. Post Retirement Gratuity

ii. Unfunded

a. Post Retirement Gratuity

b. Director Pension Scheme

c. Post Retirement Medical Benefit Scheme

Provident Fund (Funded)

The Parent Company provides Provident Fund benefit to its employees. The contributions towards Provident Fund upto May, 2009 were paid to the trust administered by the Government. The Parent Company has received an exemption under Section 17 of the Employees' Provident Fund and Miscellaneous Provisions Act, 1952 from the Central Govt., Ministry of Labour and Employment for setting up of an exempted Provident Fund Trust w.e.f. 30th March, 2009. Accordingly, the Parent Company has been contributing PF dues from June, 2009 onwards to the Trust fund created under the name and style as 'TM International Logistics Limited Employees' Provident Fund'

Both the employees and the Parent Company make monthly contributions to the Fund at specified percentage of the employee's salary and aggregate contributions along with interest thereon are paid to the employees/ nominees at retirement, death or cessation of employment. The Trusts invest funds following a pattern of investments prescribed by the Government. The interest rate payable to the members of the Trusts is not lower than the rate of interest declared annually by the Government under The Employees' Provident Funds and Miscellaneous Provisions Act, 1952 and shortfall, if any, on account of interest is to be made good by the Parent Company.

The Actuary has carried out actuarial valuation of plan's liabilities and interest rate guarantee obligations as at the Balance Sheet date using Projected Unit Credit Method as outlined in the Guidance Note 29 issued by the Institute of Actuaries of India. Based on such valuation, an amount of ₹ 99.67 lakhs (31st March 2022 - ₹ 48.25 lakhs) has been provided towards future anticipated shortfall with regard to interest rate obligation of the Parent Company as at the Balance Sheet date.

₹ in Lakhs

Principal Actuarial Assumptions	For the Year ended 31st March 2023	For the Year ended 31st March 2022
Discount Rate	**7.30%**	**6.80%**
Expected Return on Exempted Fund	8.15%	8.10%
Expected Guranteed Interest Rate	**8.15%**	**8.10%**

The Parent Company has recognised expenses in Statement of Profit and Loss, as below: ₹ in Lakhs

Nature of Benefits	For the Year ended 31st March 2023	For the Year ended 31st March 2022
Provident Fund	242.95	178.70

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.

TM INTERNATIONAL LOGISTICS LIMITED

Notes forming part of the **Consolidated Financial Statements** for the year ended 31st March, 2023

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

₹ in Lakhs

Description	31st March 2023	31st March 2022
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	1,782.70	1,619.92
(b) Current Service Cost	136.76	123.85
(c) Interest Cost	102.52	91.46
(d) Remeasurement Losses		
(i) Actuarial (Gain) / Loss arising from changes in Experience Adjustments	13.19	(6.77)
(ii) Actuarial (Gain) / Loss arising from changes in Financial Assumptions	(119.81)	(18.92)
(e) Benefits Paid	(63.29)	(42.31)
(f) Exchange Rate Variation	45.89	15.47
(g) Present Value of Obligation at the End of the Year	**1,897.96**	**1,782.70**
2. Reconciliation of Opening and Closing balances of the Fair Value of the Plan Assets:		
(a) Fair Value of Plan Assets at the Beginning of the Year	1,163.00	1,035.05
(b) Interest Income	78.78	71.05
(c) Contributions from Employer	54.23	93.44
(d) Return on Plan Assets (excluding amounts included in Interest Income above)	8.33	5.76
(e) Benefits Paid	(63.29)	(42.30)
(f) Fair Value of Plan Assets at the End of the Year	**1,241.05**	**1,163.00**
3. Reconciliation of Present Value of the Defined Benefit Obligation and the Fair Value of Plan Assets:		
(a) Present Value of Obligation at the End of the Year	1,897.96	1,782.70
(b) Fair Value of Plan Assets at the End of the Year	1,241.05	1,163.00
(c) Liabilities Recognized in the Balance Sheet	656.91	619.70
Provision for Employee Benefits - Current (Refer Note 27)	71.90	102.83
Provision for Employee Benefits - Non Current (Refer Note 23)	585.01	516.87
4. Expense Recognized in the Statement of Profit and Loss during the Year		
a. Service Cost		
- Current Service Cost	136.76	123.85
b. Net Interest Cost	23.74	20.41
Total Expense Recognized in the Statement of Profit and Loss during the Year	**160.50**	144.26
5. Expense Recognised in Other Comprehensive Income		
(a) Actuarial (Gain)/ Loss due to DBO Experience	13.19	(6.77)
(b) Actuarial (Gain)/Loss due to DBO Assumption Changes	(119.81)	(18.92)
(c) Actuarial (Gain) / Loss during the Year (a+b)	(106.62)	(25.69)
(d) Return on Plan Assets (excluding amounts included in Interest Income above)	8.33	(5.76)
(e) Total (Income) / Expense Recognised in Other Comprehensive Income (c+d)	**(98.29)**	**(31.45)**
6. Category of Plan Assets		
(a) Fund Managed by Tata Steel Limited	1,115.40	1,037.49
(b) Funded with LICI	125.65	125.51
7. Maturity Profile of Defined Benefit Obligation		
a. Within 1 Year	168.19	75.04
b. 1-5 Years	731.97	541.02
c. More than 5 Years	1,599.33	1,447.71
8. Assumptions		
(a) Discount Rate (per annum)	3.50% to 7.30%	3.50% to 6.80%
(b) Salary Escalation (per annum)	3.50% to 9.00%	3.50% to 9.00%

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

TM INTERNATIONAL LOGISTICS LIMITED

Notes forming part of the **Consolidated Financial Statements** for the year ended 31st March, 2023

₹ in Lakhs

9 Investment Details of Fund Managed by Tata Steel Limited for Parent Company	31st March 2023	31st March 2022
Investments Details (Amount invested in %)		
(a) Government of India Securities	8.73%	8.90%
(b) Public Sector Unit Bonds	2.17%	2.34%
(c) State / Central Government Guaranteed Securities	11.92%	8.98%
(d) Schemes of Insurance - Invest Details	63.36%	70.84%
(e) Private Sector Unit Bonds	9.84%	5.47%
(f) Others (including bank balances)	3.98%	3.47%

10. Actuarial assumptions for the determination of the defined obligation are discount rate and expected salary escalation. The sensitivity analyses below have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

₹ in Lakhs

Effect of change in	31st March, 2023		31st March, 2022	
	Discount Rate	Salary Escalation	Discount Rate	Salary Escalation
Increase by 1%				
(i) Aggregate Service and Interest Cost	(130.33)	143.08	(135.32)	148.54
(ii) Closing Balance of Obligation	1,767.63	2,041.04	1,647.38	1,931.24
Decrease by 1%				
(i) Aggregate Service and Interest Cost	147.57	(129.63)	154.15	(128.99)
(ii) Closing Balance of Obligation	2,045.53	1,768.33	1,936.85	1,653.71

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

11. The Group expects to contribute **₹ 48.06 Lakhs** (31st March 2022 - ₹ 84.92 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 2023 is 8-9 years (31st March 2022: 8-9 years).

Details of Unfunded Post Retirement Defined Benefit Obligations (Other than Provident Fund and Gratuity) are as follows:

₹ in Lakhs

Medical & Ex-MD Pension (Unfunded)	31st March 2023		31st March 2022	
	Medical	Ex- MD Pension	Medical	Ex- MD Pension
1. Reconciliation of Opening and Closing Balances of Obligation				
(a) Opening Defined Benefit Obligation	46.46	262.87	31.74	202.84
(b) Interest Cost	2.66	17.11	1.66	12.87
(c) Remeasurement (Gain)/ Loss				
(i) Actuarial Loss arising from changes in Demographic Assumptions	-	-	6.75	38.17
(ii) Actuarial (Gain) / Loss arising from Experience Adjustments	30.07	(8.07)	21.22	32.30
(iii) Actuarial Gain from changes in Financial Assumptions	(2.16)	(8.35)	(0.34)	(1.91)
(d) Benefits Paid	(14.66)	(22.52)	(14.57)	(21.40)
Closing Defined Benefit Obligation	**62.37**	**241.04**	**46.46**	**262.87**
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	62.37	241.04	46.46	262.87
(c) Amount Recognized in the Balance Sheet				
(i) Retirement Benefit Liability - Current (Refer Note 27)	5.46	21.08	3.75	21.20
(ii) Retirement Benefit Liability - Non Current (Refer Note 23)	56.91	219.96	42.71	241.67
3. Amounts Recognised in the Statement of Profit and Loss and Other Comprehensive Income in respect of these Defined Benefit Plans are as follows:				
a. Service Cost	-	-	-	-
b. Net Interest Expenses	2.66	17.11	1.66	12.87

Medical & Ex-MD Pension (Unfunded)	31st March 2023		31st March 2022	
	Medical	Ex- MD Pension	Medical	Ex- MD Pension
Components of Defined Benefit Costs Recognised in Profit or Loss	2.66	17.11	1.66	12.87
Remeasurement of Net Defined Benefit Liability				
Actuarial (Gain) / Loss arising from:				
(i) Changes in Demographic Assumptions	-	-	6.75	38.17
(ii) Changes in Experience Assumptions	30.07	(8.07)	21.22	32.30
(iii) Changes in Financial Adjustments	(2.16)	(8.35)	(0.34)	(1.91)
Components of Defined Benefit Costs recorded in Other Comprehensive Income	27.91	(16.42)	27.63	68.56
Total	**30.57**	**0.69**	**29.29**	**81.43**
4. The Principal Assumptions used for the Purpose of the Acturial Valuations were as follows:				
a. Discount Rate (Per Annum)	7.30%	7.30%	6.80%	6.80%
b. Medical Inflation (Per Annum)	6.00%	NA	6.00%	NA
c. Salary Escalation (Per Annum)	NA	6.00%	NA	6.00%
5. Experience Loss/ (Gain) Adjustments on Plan Liabilities	**30.07**	**(8.07)**	**21.22**	**32.30**

6. Actuarial assumptions for the determination of the defined obligation (post retirement medical benefit scheme) are discount rate and expected medical inflation. Actuarial assumptions for the determination of the defined obligation - Ex-MD Pension are discount rate and salary escalation. The sensitivity analyses below have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

₹ in Lakhs

Effect of Change in Post Retirement Medical Benefit Scheme	31st March 2023		31st March 2022	
	Discount Rate	Medical Inflation	Discount Rate	Medical Inflation
Increase by 1%				
(i) Aggregate Service and Interest Cost	(3.97)	4.46	(3.16)	3.55
(ii) Closing Balance of Obligation	58.40	66.83	43.30	50.01
Decrease by 1%				
(i) Aggregate Service and Interest Cost	4.45	(4.05)	3.56	(3.21)
(ii) Closing Balance of Obligation	66.82	58.32	50.02	43.25

₹ in Lakhs

Ex-MD Pension : Effect of Change	31st March 2023		31st March 2022	
	Discount Rate	Salary Escalation	Discount Rate	Salary Escalation
Increase by 1%				
(i) Aggregate Service and Interest Cost	(15.35)	17.24	(17.86)	20.10
(ii) Closing Balance of Obligation	225.69	258.28	245.01	282.97
Decrease by 1%				
(i) Aggregate Service and Interest Cost	17.19	(15.67)	20.14	(18.14)
(ii) Closing Balance of Obligation	258.23	225.37	283.01	244.73

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

(c) Leave Obligations

The Group provides for accumulation of leave by certain categories of its employees.These employees can carry forward a portion of the unutilised leave balances and utilise it in future periods or receive cash (only in case of earned leave) in lieu thereof as per the Group's policy. The Group records a provision for leave obligations in the period in which the employee renders the services that increases this entitlement. The total provision recorded by the Group towards this obligation was **₹ 814.15 Lakhs** and ₹ 824.62 Lakhs as at 31st March 2023 and 31st March 2022 respectively. As per the leave policy of the Group, an employee is entitled to be paid the accumulated leave balance on separation. The Group presents provision for leave salaries as current and non-current based on actuarial valuation considering estimates of availment of leave, separation of employee etc.

46. INCOME TAX RECONCILIATION

₹ in Lakhs

INCOME TAX EXPENSE	For the Year ended 31st March 2023	For the Year ended 31st March 2022
A. Tax Expense recognised in Profit or Loss		
Current Tax on Profits for the Year	1,135.84	1,034.66
Adjustments for Current Tax of Earlier Years	-	68.76
	1,135.84	**1,103.42**
Deferred Tax		
Origination and Reversal of Timing Differences	(2.53)	91.30
	(2.53)	91.30
B. Tax on Other Comprehensive Income		
Current Tax		
-Remeasurements on Post-employment Defined Benefit Plans	**(16.51)**	**14.31**
	(16.51)	**14.31**

The Income Tax Expense for the Year can be reconciled to the Accounting Profit/ (loss) as follows: ₹ in Lakhs

Income Tax Expense	For the Year ended 31st March 2023	For the Year ended 31st March 2022
Profit Before Tax for the Year	9,132.95	7,823.10
Income Tax Expense at Tax Rates Applicable to Individual Entities	2,529.64	1,363.86
Effect of Income Deductible in determining Taxable Profit	(830.52)	(251.68)
Effect of Expenses that are not Deductible in Determining Taxable Profit	22.37	14.90
Effect of Items Taxable at Special Rates - Dividend from Subsidiary	(599.50)	-
Defered Tax reversal on unadjusted tax losses	0.77	-
Effect of Other Items	10.55	(1.12)
	1,133.31	**1,125.96**
Adjustment for Current Tax of Earlier Years	-	68.76
Income Tax Expense for the Year	**1,133.31**	**1,194.72**

₹ in Lakhs

47. 1 DEFERRED TAX ASSETS (NET)	As at 1st April 2021	Charge/ Credit for the Year	Exchange Differences	As at, 1st April 2022	Charge/ Credit for the Year	Exchange Differences	As at 31st March 2023
Deferred Tax Liabilities							
Right-of-use Assets	(5,695.99)	1,137.66	-	(4,558.33)	(3,113.79)	-	(7,672.12)
Property, Plant & Equipment and Intangible Assets	0.71	(55.86)	-	(55.15)	(39.43)	-	(94.58)
	(5,695.28)	**1,081.80**	**-**	**(4,613.48)**	**(3,153.22)**	**-**	**(7,766.70)**
Deferred Tax Assets							
MAT Credit Entitlement	52.49	(52.49)	-	-	-	-	-
Items allowable for tax purpose on Payment/ Adjustment	204.69	8.46	-	213.15	(4.68)	-	208.47
Replacement Obligation for Berth#13 at Haldia Port	350.52	16.19	-	366.71	38.44	-	405.15
Employees' Early Separation Scheme (ESS)	325.60	(31.31)	-	294.29	(43.05)	-	251.24
Lease Liabilities	5,953.66	(1,053.45)	-	4,900.21	3,156.80	-	8,057.01
Provision for Doubtful Debts & Advances	16.38	2.87	-	19.25	0.43	-	19.68
Unabsorbed Business Loss	44.82	(44.82)	-	-	-	-	-
Others	15.32	2.97	-	18.29	(1.18)	-	17.11
	6,963.48	**(1,151.58)**	**-**	**5,811.90**	**3,146.76**	**-**	**8,958.66**
Deferred Tax (Charge) /Credit		**(69.78)**			**(6.46)**	**-**	
Deferred Tax (Liability)/ Asset (Net)	**1,268.20**			**1,198.42**			**1,191.96**

₹ in Lakhs

47. 2 DEFERRED TAX LIABILITIES	As at 1st April 2021	Charge/ Credit for the Year	Exchange Differences	As at, 1st April 2022	Charge/ Credit for the Year	Exchange Differences	As at 31st March 2023
Deferred Tax Liabilities							
Property, Plant & Equipment and Intangible Assets	(5.28)	(21.52)	0.39	(26.41)	8.99	(0.96)	(18.38)
	(5.28)	(21.52)	0.39	(26.41)	8.99	(0.96)	(18.38)
Deferred Tax Liabilities	**(5.28)**	**(21.52)**	**0.39**	**(26.41)**	**8.99**	**(0.96)**	**(18.38)**

48. FAIR VALUE MEASUREMENTS

(a) Instruments by Category

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

₹ in Lakhs

	Note No.	As at 31st March 2023	As at 31st March 2022
Financial Assets			
Assets Carried at Fair Value through Profit or Loss (FVTPL)			
Investments in Mutual Fund	12	2,472.76	-
Assets Carried at Amortised Cost			
Loans	7, 16	93.03	123.92
Trade Receivables	13	25,512.98	23,152.32
Other Financial Assets	8, 17	4,330.50	2,971.95
Cash and Cash Equivalents	14	8,464.14	9,714.94
Other Bank Balances	15	42,085.90	38,503.12
Total Financial Assets		**82,959.31**	**74,466.25**
Financial Liabilities			
Liabilities Carried at Amortised Cost			
Trade Payables	25	17,498.34	16,639.73
Lease Liabilities	21, 24	33,397.19	19,873.05
Other Financial Liabilities	22, 26	1,684.76	2,348.69
Total Financial Liabilities		**52,580.29**	**38,861.47**

(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, 2022.

The following methods and assumptions were used to estimate the fair values:

(i) In respect of investments in mutual funds, the fair values represent net asset value as stated by the issuers of these mutual fund units in the published statements. Net asset values represent the price at which the issuer will issue further units in the mutual fund and the price at which issuers will redeem such units from the investors. Accordingly, such net asset values are analogous to fair market value with respect to these investments, as transactions of these mutual funds are carried out at such prices between investors and the issuers of these units of mutual funds.

(ii) In respect of secuirity deposit given which are non-interest bearing, the Group has used discounted cash flows to arrived at fair value at Balance Sheet date.

(iii) The management assessed that fair values of loans (current), trade receivables, cash and cash equivalents, other bank balances, other financial assets (current), trade payables and other fnancial liabilities (current), approximate to their carrying amounts largely due to the short-term maturities of these instruments.

(c) Fair Value Hierarchy

TThis 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 Lakhs

Effect of Change in	As at 31st March 2023		As at 31st March 2022	
	Level 1	Level 3	Level 1	Level 3
Recognised and Measured at Fair Value				
Recurring Measurements				
Financial Assets				
Investments				
Mutual Funds - Daily Dividend	2,472.76	-	-	-
Security Deposits	-	89.97	-	82.73
	2,472.76	**89.97**	-	**82.73**

49 FINANCIAL RISK MANAGEMENT

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

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 2023 and 31st March 2022 is the carrying amounts as disclosed in Note 48.

Financial Assets that are Neither Past Due Nor Impaired

None of the Group's cash equivalents with banks, loans and investments were past due or impaired as at 31st March 2023 and 31st March 2022.

Financial Assets that are Past Due but Not Impaired

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

Trade Receivables Ageing Schedule as on 31st March 2023

₹ in Lakhs

Particulars	Outstanding for following periods from due date of payment as on 31st March 2023						Unbilled Revenue	Receivable not yet due	Total
	Less than 6 months	6 months -1 year	1-2 Years	2-3 years	More than 3 years	Sub-Total			
(i) Undisputed Trade receivables-considered good	8,486.95	820.75	72.52	14.84	17.22	**9,412.28**	113.08	15,987.62	25,512.98
(ii) Undisputed Trade Receivables-significant increase in credit risk	-	-	-	-	-	**-**	-	-	-
(iii) Undisputed Trade Receivables-credit impaired	-	1.09	20.76	1.02	72.06	**94.93**	-	-	94.93
(iv) Disputed Trade Receivables-considered good	-	-	-	-	-	**-**	-	-	-
(v) Disputed Trade Receivables-significant increase in credit risk	-	-	-	-	-	**-**	-	-	-
(vi) Disputed Trade Receivables-credit impaired	-	-	-	-	1,882.60	**1,882.60**	-	-	1,882.60
Total	**8,486.95**	**821.84**	**93.28**	**15.86**	**1,971.88**	**11,389.81**	**113.08**	**15,987.62**	**27,490.51**

Trade Receivables Ageing Schedule as on 31st March 2022

₹ in Lakhs

Particulars	Outstanding for following periods from due date of payment as on 31st March 2022						Unbilled Revenue	Receivable not yet due	Total
	Less than 6 months	6 months -1 year	1-2 Years	2-3 years	More than 3 years	Sub-Total			
(i) Undisputed Trade receivables-considered good	6,960.87	337.89	21.15	17.86	-	**7,337.77**	130.97	15,683.58	23,152.32
(ii) Undisputed Trade Receivables-significant increase in credit risk	-	-	-	-	-	**-**	-	-	-
(iii) Undisputed Trade Receivables-credit impaired	0.40	6.94	7.90	636.17	16.78	**668.19**	-	-	668.19
(iv) Disputed Trade Receivables-considered good	-	-	-	-	-	**-**	-	-	-
(v) Disputed Trade Receivables-significant increase in credit risk	-	-	-	-	-	**-**	-	-	-
(vi) Disputed Trade Receivables-credit impaired	-	-	-	-	1,739.31	**1,739.31**	-	-	1,739.31
Total	**6,961.27**	**344.83**	**29.05**	**654.03**	**1,756.09**	**9,745.27**	**130.97**	**15,683.58**	**25,559.82**

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.

Reconciliation of Provision for Loss Allowance - Trade receivables

₹ in Lakhs

Particulars	As at 31st March 2023	As at 31st March 2022
Balance at the beginning of the Year	2,407.50	2,405.45
Provision made during the Year	15.03	23.36
Provision written back / reversed during the Year	(4.30)	(1.34)
Bad debts during the year adjusted against Provision	(620.15)	(83.82)
Exchange differences on consolidation	179.45	63.85
Balance at the end of the Year	**1,977.53**	**2407.50**

(b) Liquidity Risk:

Liquidity risk is the risk that the Group may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses. The Group's objective is to, at all times maintain optimum levels of liquidity to meet its cash and collateral requirements. The Group closely monitors its liquidity position and maintains adequate sources of financing.

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

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

₹ in Lakhs

Particulars	As at 31st March 2023	As at 31st March 2022
Fund Based-Cash Credit,Bank Overdraft	900.00	903.80
Non Fund Based-Letter of Credit,Bank Guarantee	1,750.00	1,750.00

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

The quarterly returns/statements of the Current Assets filed by the Parent Company with respecetive banks are in agreement with the books of accounts, other than as set out below:

Name of the Bank	Aggregate working capital limits sanctioned	Nature of Current Assets offered as Security	Quarter ended	Amount disclosed as per quarterly returns/ statements	Amount as per books of account	Difference	Reasons for difference
	(₹ in Lakhs)			(₹ in Lakhs)	(₹ in Lakhs)	(₹ in Lakhs)	
State Bank of India	2,000	First pari-passu Charge on Hypothecation of entire receivables of the Company, both present and future	30th June 2022	22,844.35	23,025.65	(181.30)	Unbilled Revenue not considered

Further, the Parent Company is yet to submit the returns/statements for the quarter ended 31st March 2023 to the Bank.

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.

Liquidity Risk: Maturities of Financial Liabilities

₹ in Lakhs

Particulars	As at 31st March 2023				
	Upto 1 Year	1 Year to 3 Years	3 Years to 5 Years	More than 5 Years	Total
Trade Payables	17,498.34	-	-	-	17,498.34
Lease Liabilities	10,448.00	13,158.69	6,439.12	12,555.43	42,601.24
Other Financial Liabilities	1,483.01	56.57	45.95	106.71	1,692.24
Total	**29,429.35**	**13,215.26**	**6,485.07**	**12,662.14**	**61,791.82**

₹ in Lakhs

Particulars	As at 31st March 2022				
	Upto 1 Year	1 Year to 3 Years	3 Years to 5 Years	More than 5 Years	Total
Trade Payables	16,639.73	-	-	-	16,639.73
Lease Liabilities	7,828.67	11,847.96	2,213.59	299.61	22,189.83
Other Financial Liabilities	2,293.16	46.57	28.41	29.19	2,397.33
Total	**26,761.56**	**11,894.53**	**2,242.00**	**328.80**	**41,226.89**

(c) Market Risk

a) Foreign Currency Exchange Rate Risk:

Foreign currency risk is the risk that the fair value of the future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Group transacts business in local currency and in foreign currencies. The Group has foreign currency trade receeivables and trade payables and is therefore exposed to foreign curreny risk. The Group strives to acheive asset - liability offset of foreign currency exposures.

i) Foreign Currency Risk Exposure:

The Company's exposure to foreign currency risk at the end of the reporting period expressed in INR, are as follows:

Receivables in foreign currency	As at 31st March 2023		As at 31st March 2022	
	Foreign currency in Lakhs	₹ in Lakhs	Foreign currency in Lakhs	₹ in Lakhs
SGD	^0.00	0.26	^0.00	0.03
USD	0.22	17.68	0.41	29.86

Payables in foreign currency	As at 31st March 2023		As at 31st March 2022	
	Foreign currency in Lakhs	₹ in Lakhs	Foreign currency in Lakhs	₹ in Lakhs
CAD	-	-	0.04	2.45
EUR	0.55	49.60	0.03	2.70
GBP	0.03	2.76	0.01	1.30
JPY	-	-	54.89	36.90
SGD	-	-	^0.00	0.13
USD	0.68	57.13	0.43	33.08

^ Amounts are 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.

Payables in foreign currency	Impact on Profit before Tax			
	Receivables ₹ in Lakhs		Payables ₹ in Lakhs	
	As at 31st March 2023	As at 31st March 2022	As at 31st March 2023	As at 31st March 2022
CAD Sensitivity				
INR/CAD - Increase by 10% *	-	-	-	(0.25)
INR/CAD - Decrease by 10% *	-	-	-	0.25
EUR Sensitivity				
INR/EUR - Increase by 10% *	-	-	(4.96)	(0.27)
INR/EUR - Decrease by 10% *	-	-	4.96	0.27
GBP Sensitivity				
INR/GBP - Increase by 10% *	-	-	(0.28)	(0.13)
INR/GBP - Decrease by 10% *	-	-	0.28	0.13
JPY Sensitivity				
INR/JPY - Increase by 10% *	-	-	-	(3.69)
INR/JPY - Decrease by 10% *	-	-	-	3.69
SGD Sensitivity				
INR/SGD - Increase by 10% *	0.03	^0.00	-	(0.01)
INR/SGD - Decrease by 10% *	(0.03)	^0.00	-	0.01
USD Sensitivity				
INR/USD - Increase by 10% *	1.77	2.99	5.71	(3.31)
INR/USD - Decrease by 10% *	(1.77)	(2.99)	(5.71)	3.31

* Holding all other variables constant

^ Amounts are below the rounding off norm adopted by the Group

ii) Interest Rate Risk

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

(d) Securities Price Risk

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

Securities Price Risk Exposure

The Group's exposure to securities price risk arises from investments in mutual funds held by the Group and classified in the Balance Sheet as fair value through profit or loss, as disclosed in Note 48.

50 CAPITAL MANAGEMENT

The Group's objectives when managing capital are to

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

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

51(A) AGEING SCHEDULE

a. Trade Payables ₹ in Lakhs

Particulars	Outstanding for following periods from due date of payment As at 31st March 2023							
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Sub-Total	Unbilled Trade Payable	Trade payable - not yet due	Total
Undisputed Trade Payables								
Micro Enterprises and Small Enterprises	263.70	-	-	-	263.70	-	212.73	476.43
Others	4,013.94	252.47	83.68	16.97	4,367.06	6,684.93	5,969.92	17,021.91
Disputed Trade Payables								
Micro Enterprises and Small Enterprises	-	-	-	-	-	-	-	-
Others	-	-	-	-	-	-	-	-
Total	**4,277.64**	**252.47**	**83.68**	**16.97**	**4,630.76**	**6,684.93**	**6,182.65**	**17,498.34**

Particulars	Outstanding for following periods from due date of payment As at 31st March 2022							
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Sub-Total	Unbilled Trade Payable	Trade payable - not yet due	Total
Undisputed Trade Payables								
Micro Enterprises and Small Enterprises	57.35	-	-	-	57.35	-	138.05	195.40
Others	4,655.55	138.95	7.72	12.59	4,814.81	5,287.20	6,342.32	16,444.33
Disputed Trade Payables								
Micro Enterprises and Small Enterprises	-	-	-	-	-	-	-	-
Others	-	-	-	-	-	-	-	-
Total	**4,712.90**	**138.95**	**7.72**	**12.59**	**4,872.16**	**5,287.20**	**6,480.37**	**16,639.73**

b) Intangible Assets under Development

(i) Ageing Schedule

Particulars	As at 31st March 2023				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	-	-	-	5.85	5.85

There are no projects which have been temporarily suspended as at 31st March 2023

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

There are no projects which have been temporarily suspended as at 31st March 2022

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

Particulars	As at 31st March 2023				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Business Process Re-engineering	5.85	-	-	-	5.85

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

51(B) ADDITIONAL REGULATORY INFORMATION REQUIRED BY SCHEDULE III

(a) Details of benami property held

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

(b) Wilful defaulter

The companies in the Group has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(c) Relationship with struck off companies

The Group has no transactions with the companies struck off under Companies Act, 2013 or Companies Act, 1956.

(d) Compliance with number of layers of companies

The Group has complied with the number of layers prescribed under the Companies Act, 2013.

(e) Compliance with approved scheme(s) of arrangements

The Group has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

(f) Utilisation of borrowed funds and share premium

(i) The Group has not advanced or loaned or invested funds to any other person or entity, including foreign entity (Intermediary) with the understanding(whether recorded in writing or otherwise) that the Intermediary shall:

a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiary) or
b. provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiary

(ii) The Group has not received any fund from any person or entity, including foreign entity (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiary) or
b. provide any guarantee, security or the like on behalf of the Ultimate Beneficiary

(g) Undisclosed Income

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

(h) Details of crypto currency or virtual currency

The Group has not traded or invested in crypto currency or virtual currency during the current or previous year.

(i) Valuation of Property, Plant and Equipment (including Right-of-use Assets) and Intangible Assets

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

52. LIST OF RELATED PARTIES AND RELATIONSHIP

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

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

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

Tata NYK Shipping Pte Ltd.
TRF Limited
Mjunction Services Limited

(c) The Company has the following Fellow Subsidiaries with which Transactions have taken place during the Current/ Previous Year

The Indian Steel and Wire Products Limited
Tata Metaliks Limited
Jamshedpur Continous Annealing & Processing Company Private Limited
Tata Steel Long Products Limited
The Tinplate Company of India Limited
Tata Steel Mining Limited
Tata Steel Utilities and Infrastructure Services Limited
Tata Steel Downstream Products Limited
Neelachal Ispat Nigam Limited
Subarnarekha Port Private Limited

(d) Key Managerial Personnel of the Company

Name	Relationship
Mr. Dinesh Shastri	Managing Director
Mr. Virendra Sinha	Independent Director
Mr. Shinichi Yanagisawa (w.e.f. 1st April, 2022)	Non-Executive Director
Mr. Peeyush Gupta (w.e.f. 8th September 2021)	Non-Executive Director
Mr. Sandeep Bhattacharya (till 3rd January 2023)	Non-Executive Director
Mr. Guenther Hahn	Non-Executive Director
Ms. Stephanie Sabrina Hahn	Non-Executive Director
Mr. Dibyendu Bose (till 8th September 2021)	Non-Executive Director
Mr. Rajiv Mukerji (till 31st December 2022)	Non-Executive Director
Mr. Amitabh Panda	Non-Executive Director
Mr. Nobuaki Sumida (till 31st March 2022)	Non-Executive Director
Captain Amit Wason (till 23rd November 2022)	Non-Executive Director
Captain Sandeep Chawla (w.e.f 19th January 2023)	Non-Executive Director
Mr. Subodh Pandey (w.e.f 19th January 2023)	Non-Executive Director

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

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

53. PARTICULARS OF TRANSACTIONS WITH RELATED PARTIES DURING THE YEAR AND BALANCES OUTSTANDING AT YEAR-END

₹ in Lakhs

Particulars	Entities with Joint Control of or Significant Influence over the Company	Fellow Subsidiaries	Joint Venture of Tata Steel Limited	Total
Transactions				
Rendering of Services	**67,470.21**	**4,814.94**	**257.12**	**72,542.27**
	(70,962.41)	(5,011.44)	(307.85)	(76,281.70)
Deputation Income Earned	-	-	**91.07**	**91.07**
	-	-	-	-
Receiving of Services	**621.01**	-	-	**621.01**
	(43.54)	-	-	(43.54)
Re-imbursement Received	**74,467.06**	**5,320.68**	**4,673.53**	**84,461.27**
	(38,951.77)	(2,609.77)	(15,039.65)	(56,601.19)
Dividend Paid	**3,300.00**	-	-	**3,300.00**
	(1,700.00)	-	-	(1,700.00)
Balance Outstanding at Year-end				
Trade Receivables	**15,750.59**	**2,401.37**	**301.33**	**18,453.29**
	(18,366.88)	(548.35)	(218.86)	(19,134.09)
Security Deposit Received	**71.65**	-	-	**71.65**
	(64.14)	-	-	(64.14)
Trade Payables	**91.74**	-	-	**91.74**
	(57.04)	-	-	(57.04)
Other Financial Liabilities	**1,359.04**	-	-	**1,359.04**
	(1,979.23)	-	-	(1,979.23)
Security Deposit	**0.81**	-	-	**0.81**
	(0.81)	-	-	(0.81)
Contract Liabilities	**1,852.90**	**997.66**	**271.26**	**3,121.82**
	(2,992.66)	(477.45)	(632.77)	(4,102.88)

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

Post Employment Benefit Plans ₹ in Lakhs

Particulars	For the Year ended 31st March 2023	For the Year ended 31st March 2022
Contribution to TM International Logistics Limited Employees' Provident Fund	242.95	178.70

Transactions with Key Management Personnel during the Year and Balances Outstanding at Year-end ₹ in Lakhs

Particulars	For the Year ended 31st March 2023	For the Year ended 31st March 2022
Remuneration to Key Management Personnel		
Short-term Benefits #	295.67	282.15
Balance Outstanding as at the Year end		
Short-term Benefits (grouped under Trade Payables)	25.33	44.43
Commission Payable to Key Management Personnel	20.00	20.00

Includes Deputation Charges paid to Tata Steel Limited for Mr. Dinesh Shastri (Managing Director) - **₹ 267.67 Lakhs** (31st March 2022: ₹ 252.55 Lakhs).

54. ADDITIONAL INFORMATION AS REQUIRED BY SCHEDULE III TO THE ACT

Payable in Foreign Currency	Net Assets, i.e., Total Assets Minus Total Liabilities		Share in Profit/(Loss)		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	As % of Consolidated Net Assets	Amount (₹ in Lakhs)	As % of Consolidated Net Assets	Amount (₹ in Lakhs)	As % of Consolidated Other Comprehensive Income	Amount (₹ in Lakhs)	As % of Consolidated Other Comprehensive Income	Amount (₹ in Lakhs)
Parent	**30.14%**	**25,647.93**	**68.49%**	**5,479.07**	**1.10%**	**40.37**	**47.27%**	**5,519.44**
TM International Logistics Limited"	*30.54%*	*23,428.49*	*44.93%*	*2,977.88*	*-9.99%*	*(52.76)*	*40.87%*	*2,925.12*
Subsidiaries								
Indian								
1. TKM Global Logistics Limited	**3.81%**	**3,239.17**	**32.94%**	**2,635.02**	**0.24%**	**8.74**	**22.64%**	**2,643.76**
	4.03%	*3,095.44*	*5.50%*	*364.61*	*1.93%*	*10.21*	*5.24%*	*374.82*
Foreign								
1. International Shipping & Logistics FZE	**44.75%**	**38,081.52**	**63.27%**	**5,061.44**	**74.77%**	**2,749.74**	**66.89%**	**7,811.18**
	40.50%	*31,070.34*	*56.34%*	*3,734.56*	*163.97%*	*866.31*	*64.29%*	*4,600.87*
2. TKM Global GmbH	**21.85%**	**18,597.53**	**6.88%**	**550.67**	**23.81%**	**875.74**	**12.22%**	**1,426.41**
	25.71%	*19,723.12*	*9.93%*	*658.30*	*-62.62%*	*(330.86)*	*4.58%*	*327.44*
3. TKM Global China Limited	**0.86%**	**734.46**	**1.67%**	**133.60**	**0.08%**	**2.95**	**1.17%**	**136.55**
	0.78%	*597.90*	*1.61%*	*106.65*	*6.71%*	*35.42*	*1.99%*	*142.07*
Sub Total 31st March 2023		**86,300.61**		**13,859.80**		**3,677.54**		**17,537.34**
Sub Total 31st March 2022		77,915.29		7,842.00		528.32		8,370.32
Elimination / Adjustment on Consolidation								
31st March 2023	**-1.41%**	**(1,202.03)**	**-73.26%**	**(5,860.16)**			**-50.19%**	**(5,860.16)**
31st March 2022	*-1.56%*	*(1,193.91)*	*-18.31%*	*(1,213.62)*			*-16.96%*	*(1,213.62)*
Grand Total 31st March 2023		**85,098.58**		**7,999.64**		**3,677.54**		**11,677.18**
Grand Total 31st March 2022		*76,721.38*		*6,628.38*		*528.32*		*7,156.70*

Figures in italics represents comparative figures of previous year.

55.

The Board of Directors have recommended a final dividend of ₹ 22.22 per equity share (31st March 2022: ₹ 18.33 per equity share). The proposed dividend is subject to the approval of shareholders in the ensuing Annual General Meeting.

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

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

For and on behalf of the Board of Directors

Dhiraj Kumar
Partner
Membership Number: 060466

Place: Kolkata
Date: 17th April 2023

Place: Kolkata
Date: 17th April 2023

Dinesh Shastri
Managing Director
DIN: 02069346

Peeyush Gupta
Chairman
DIN: 02840511

Jyoti Purohit
Company Secretary

Nandan Nandi
Chief Financial Officer

NOTES

Awards

TMILL received a Runner-up Award for 'On-Shore Operation' for Haldia Port Operation for Performance Year 2018 (AY 201 6, 2017, 2018)

Tata Affirmative Action Programme

- 11th CII National HR Excellence Award 20-21- Strong Commitment to HR Excellence
- World HRD Congress &Awards 2021- Award for Managing Health at Work
- World HRD Congress & Awards 2022- Award for Best Workplace Practices
- World HRD Congress & Awards 2022- Award for HR Leadership Award
- Valuable Partners with Tata Steel- Global Wires India
- TAAP Adoption : Participated into TAAP first time formally
- National Safety Award for Haldia Berth#13 Operations by Ministry of Labour & Employment (Runners up)
- CII Scale Awards for overall excellence in Logistics & Supply Chain in Rail Operations

TMILL Group of Companies

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Kolkata – 700 091

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