

TIL Limited

CIN : L74999WB1974PLC041725

Registered Office:

1, Taratolla Road, Garden Reach

Kolkata-700 024

Ph : 6633-2000, 6633-2845

Fax : 2469-3731/2143

Website : www.tilindia.in

26th May, 2023

The Manager,
Listing Department
National Stock Exchange of India Ltd.,
Exchange Plaza, C-1, Block - G,
Bandra Kurla Complex, Bandra (E),
Mumbai 400 051

The Secretary,
Listing Department
BSE Ltd.,
P.J. Towers,
Dalal Street, Fort,
Mumbai 400001.

Stock Code: TIL

Scrip Code: 505196

Dear Sir/Madam,

Re: Outcome of Board Meeting of TIL Limited ("the Company") Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR)

We wish to inform you that the Board of Directors of the Company at its Meeting held today, 26th May, 2023 has inter-alia Considered and approved the following:

- 1) Audited Financial Results (both standalone and consolidated) for the fourth quarter and financial year ended 31st March, 2023.

In this regard we are enclosing herewith the Audited Financial Results (Standalone and Consolidated) of the Company together with the Statutory Auditors' Report (both Standalone and Consolidated) for the fourth quarter and financial year ended 31st March, 2023.

- 2) Noting of resignation of Ms. Bipasha Banerjea, Chief Financial Officer and Key Managerial Personnel of the Company w.e.f. 30th May, 2023.

The same may be considered as an intimation under Regulation 30 read with Para A of Part A of Schedule III of SEBI LODR. The details as required under Regulation 30 of the SEBI Listing Regulations read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September, 09, 2015 is given in 'Annexure A'.

Please note that the Board Meeting had commenced at 5:00 p.m. and concluded at 9.50 p.m.

Kindly take the above in your records.

Thanking you,

Yours faithfully

For TIL Limited


SEKHAR BHATTACHARJEE
COMPANY SECRETARY

Encl. As above

INDEPENDENT AUDITORS' REPORT

To
The Board of Directors of
TIL Limited

Report on the audit of the Standalone Annual Financial Results

Qualified Opinion

We have audited the accompanying standalone annual financial results of TIL Limited ("the Company") for the year ended March 31, 2023 ("Statement"), attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us, except for the possible effects of the matters described in 'Basis for Qualified Opinion' section of our report, the Statement:

- i. is presented in accordance with the requirements of the Listing Regulations in this regard; and
- ii. gives a true and fair view in conformity with the applicable accounting standards and other accounting principles generally accepted in India, of the net loss and other comprehensive income and other financial information of the Company for the year ended March 31, 2023, the standalone statement of assets and liabilities as at March 31, 2023 and the standalone statement of Cash flows for the year ended on that date.

Basis for Qualified Opinion

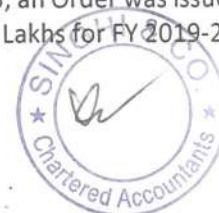
We draw attention to the following matters:

- (a) Note No.4 of the accompanying statement for not carrying out fair valuation of interest free loans from the promoters/ promoter's group of companies and other lenders aggregating to Rs. 15885 lakhs as required under Ind AS-109 and its impact on financial results has not been ascertained by the management. In absence of fair valuation of above interest free loans, we are unable to determine its impact on the standalone financial results.
- (b) Note No. 5 of the accompanying statement which states that the company has incurred a cash loss of Rs. 8314 lakhs during the year and its net worth is negative as on the Balance Sheet date. Moreover, the Company's current liabilities also exceed its current assets as at 31st March 2023. In view of the acute financial crisis faced by the Company, lenders have declared the loan facilities granted to the Company as a Non-Performing Asset (NPA). However, the lenders have also extended 'Holding on Operations' to the Company through a 'Trust & Retention Account' opened with the Lead Bank of the Consortium namely, Bank of India ('BOI'). Consequently, the lead bank, namely Bank Of India, has filed a petition under Section 7 of the IBC before the Hon'ble National Company Law Tribunal on 28th September 2022. The application is yet to be admitted. Meanwhile, the Board of Directors approved a resolution plan at its meeting held on 26th November, 2022 which had since been submitted with all of

TIL's Consortium Bankers on 28th November, 2022, which is currently under discussion. Considering these developments, the matter had been adjourned by NCLT from time to time; with the next date of hearing being 19th June 2023.

The above situation indicates that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. However, the management of the company has been considering the feasibility and effectiveness of the certain planned actions including proposed investment & proposed resolution plan and considering the sales orders in hand, the management has concluded that the material uncertainties are expected to be mitigated and hence the standalone financial results have been prepared on a going concern basis. The appropriateness of the assumption of going concern is dependent on successful outcome of proposed investment by the investor and proposed resolution plan as stated above. Hence, we are unable to comment on whether the Company will be able to continue as Going Concern.

- (c) Note No.8 of the accompanying statement regarding carry forward of Minimum Alternate Tax Credit of Rs. 3026 Lakhs as on March 31,2023 (a component of deferred tax asset in the financial statements) which was accounted for in the earlier years. In the opinion of the management sufficient future taxable profit will be available against which these unused tax credits can be utilised within the stipulated period under the provisions of Income Tax Act 1961. However, we are unable to comment for utilisation of said MAT credit in absence of basis for reasonable certainty supported by convincing evidence.
- (d) Note No.9 of the accompanying statement regarding Stock in Transit which includes materials valuing Rs. 3248 lakhs lying in Bonded Warehouse/ at Port as on March 31,2023 which also includes Rs.3234 Lakhs imported in earlier years. These inventories could not be released from the authorities due to non-payment of custom duty, other charges etc. and as explained, due to this confirmation also not received. The management does not expect any material loss on account of any obsolescence in these said stocks due to passage of time and no provision is considered necessary. However, as these materials are lying for a considerable period of time and due to non-availability of its technical assessment, we are unable to comment whether any provision for obsolescence are required in this regard.
- (e) Note No. 11 of the accompanying statement regarding an enquiry by "Directorate of Revenue Intelligence & Enforcement" (DRI) which has been ongoing since June 2021 in respect to certain trading transactions and other matters related to earlier years and the Company has since complied with the requirements of the DRI. On 7th November, 2022, and 10th November, 2022, the Company received an Investigation report of DRI dated 20th July, 2022 from the GST Authority, together with certain demand intimations based on the Investigation report. These demand intimations were for FY 2019-20 and for FY 2020-21 for payment of tax / interest / penalty amounting to Rs. 928.90 Lakhs & Rs. 3,290.79 lakhs respectively under Section 74(5) of the GST Act; and a reply to such intimations had been filed by the Company on 17th January, 2023. Subsequently, on 24th March 2023, Show Cause Notice - DRC-01 for FY 2019-2020 was issued u/s. 74(1) of the CGST/WBGST Act, 2017 to the Company. A personal hearing was held on 06th April 2023, pursuant to which certain clarifications were submitted by the Company on 17th April 2023. Also, a reply to the Show Cause notice was submitted to the GST Authorities on 8th May 2023. On the same day, i.e 8th May 2023, an Order was issued by the GST authorities for tax, interest, and penalty adding to Rs 958.97 Lakhs for FY 2019-20.



The Company is of the view that the demand raised by GST authorities does not have merit; and hence an appeal against this order shall be filed before the prescribed Appellate Authority as per the provisions under Sec 107 of the CGST Act. In view of this, no provision is considered necessary by the management.

- (f) Trade receivables, Advances to Suppliers, Trade Payable and Advances from customers amounting to Rs. 3019 lakhs, Rs. 1050 lakhs, Rs. 12542 lakhs and Rs. 3494 lakhs respectively were outstanding as on March 31, 2023. The Company could not get necessary confirmations from the respective parties and due to no material subsequent movement in such balances, alternate procedure to verify those balances could also not be performed. Further, the Company could not get confirmations for Loans from bodies corporate to the extent of Rs. 897 Lakhs lying outstanding as on 31st March 2023. Hence, we are unable to comment on the correctness of above figures and if any adjustments are required to the said balances as on March 31, 2023 and related impact on these Standalone Financial Results.

The impact of above matters (a) to (f) on the accompanying standalone annual financial results is presently not ascertainable.

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013, as amended ("the Act"). Our responsibilities under those Standards are further described in the "Auditor's Responsibilities for the Audit of the Standalone Financial Results" section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical 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 obtained by us is sufficient and appropriate to provide a basis for our qualified opinion.

Management's Responsibilities for the Annual Standalone Financial Results

The Statement has been prepared on the basis of the annual standalone financial statements. The Board of Directors of the Company are responsible for the preparation and presentation of the Statement that gives a true and fair view of the net profit and other comprehensive income of the Company and other financial information in accordance with the applicable accounting standards prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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



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

Auditor's Responsibilities for the Audit of the Annual Standalone Financial Results

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

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 Statement, 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 the Board of Directors.
- Conclude on the appropriateness of the Board of Directors' 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 results 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 Statement, including the disclosures, and whether the Statement represents the underlying transactions and events in a manner that achieves fair presentation.

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



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.*

Other Matter

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

For **Singhi & Co.**
Chartered Accountants
Firm Registration No. 302049E



(Giridhari Lal Choudhary)
Partner
(Membership Number: 052112)
UDIN: 23052112BGXCJI4979
Place: Kolkata



Date: May 26, 2023

TIL LIMITED

CIN : L74999WB1974PLC041725

Regd. Office : 1, Taratolla Road, Garden Reach, Kolkata - 700024

Phone : +91 33 6633 2000 / 2845. Fax : +91 33 2469 2143 / 3731

Website : www.tilindia.in

STATEMENT OF STANDALONE FINANCIAL RESULTS FOR THREE MONTHS AND TWELVE MONTHS ENDED 31ST MARCH 2023

Sl. No.	Particulars	Three months ended			Twelve months ended	
		31st March 2023	31st March 2022	31st March 2022	31st March 2023	31st March 2022
		Audited (Refer Note 2)	Unaudited	Audited (Refer Note 2)	Audited	Audited
1.	Revenue from Operations	1,586	1,110	2,058	4,383	6,499
2.	Other Income	282	107	433	1,086	2,427
I	Total Income (1+2)	1,868	1,217	2,491	5,469	8,926
3.	Expenses					
a.	Cost of Materials Consumed	410	206	82	1,173	2,098
b.	Purchases of Stock-In-Trade	56	200	657	309	2,004
c.	Changes in Inventories of Finished Goods, Stock-In-Trade and Work-In-Progress	462	449	485	1,602	(1,021)
d.	Employee Benefits Expense	887	820	1,082	3,673	5,531
e.	Finance Costs	837	911	765	3,624	3,616
f.	Depreciation and Amortization Expense	202	225	250	895	995
g.	Other Expenses	1,298	718	2,921	3,402	10,097
II	Total Expenses	4,132	3,529	6,242	14,678	23,320
4.	Profit / (Loss) Before Exceptional Items and Tax (I-II)	(2,264)	(2,312)	(3,751)	(9,209)	(14,394)
5.	Exceptional Items	-	-	(25,953)	-	(25,953)
6.	Profit / (Loss) Before Tax (4+5)	(2,264)	(2,312)	(28,704)	(9,209)	(40,347)
7.	Tax Expenses	-	-	-	-	-
a.	Current Tax	-	-	-	-	-
b.	Income Tax relating to earlier years	-	-	-	-	-
c.	Deferred Tax	(52)	(172)	1,793	(381)	172
8.	Total Tax Expenses	(52)	(172)	1,965	(381)	1,129
9.	Profit / (Loss) for the period / year (6-7)	(2,212)	(2,140)	(31,669)	(8,828)	1,301
	Other Comprehensive Income					(41,648)
A.	(i) Items that will not be reclassified to profit or loss	(53)	(20)	(67)	(112)	(79)
B.	(ii) Income Tax relating to items that will not be reclassified to profit or loss	18	7	24	39	28
	(iii) Items that will be reclassified to profit or loss	-	-	-	-	-
	(iv) Income Tax relating to items that will be reclassified to profit or loss	-	-	-	-	-
10.	Total Other Comprehensive Income	(35)	(13)	(43)	(73)	(51)
11.	Total Comprehensive Income for the period / year (8+9)	(2,247)	(2,153)	(31,712)	(8,901)	(41,699)
12.	Paid up Equity Share Capital (Face Value ₹ 10/- each)	1,003	1,003	1,003	1,003	1,003
13.	Reserves (Other Equity)	(22 05)	(21.34)	(315.73)	(88.01)	(21,309)
	Earnings Per Share (of ₹ 10/- each) - Basic and Diluted (#)					(415.22)

See accompanying notes to the Financial Results
Figures for three months ended are not annualized.



Standalone Statement of Assets and Liabilities

₹ in Lakhs

	As at 31st March 2023		As at 31st March 2022	
	Audited		Audited	
ASSETS				
Non-Current Assets				
(a) Property, Plant and Equipment	9,589	10,546		
(b) Capital Work-In-Progress	27	27		
(c) Right-of-use Assets	1,011	1,268		
(d) Intangible Assets	-	46		
(e) Investment in Subsidiary	74	302		
(f) Financial Assets				
(i) Investments	-	-		
(ii) Other Financial Assets	148	582		
(g) Deferred Tax Asset (Net)	3,868	3,447		
(h) Income Tax Assets (Net)	704	499		
(i) Other Non-Current Assets	29	21		
Total Non-Current Assets	15,450	16,738		
Current Assets				
(a) Inventories	14,097	16,457		
(b) Financial Assets				
(i) Investments	10	8		
(ii) Trade Receivables	3,019	2,610		
(iii) Cash and Cash Equivalents	100	7		
(iv) Bank Balances other than (iii) above	8	364		
(v) Others	274	266		
(c) Other Current Assets	1,659	1,658		
Asset Held for Sale	419	-		
Total Current Assets	19,586	21,370		
TOTAL ASSETS	35,036	38,108		
EQUITY AND LIABILITIES				
Equity				
(a) Equity Share Capital	1,003	1,003		
(b) Other Equity	(30,210)	(21,309)		
Total Equity	(29,207)	(20,306)		
Liabilities				
Non-Current Liabilities				
(a) Financial Liabilities				
(i) Borrowings	15,159	17,760		
(ii) Lease Liabilities	957	875		
(iii) Other Financial Liabilities	503	512		
(b) Provisions	16,619	19,147		
Total Non-Current Liabilities	32,238	38,094		
Current Liabilities				
(a) Financial Liabilities				
(i) Borrowings	24,859	22,089		
(ii) Lease Liabilities	94	111		
(iii) Trade Payables	395	382		
(iv) Total outstanding dues of micro enterprises and small enterprises	12,147	8,902		
(v) Total outstanding dues of Creditors other than micro enterprises and small enterprises	2,512	431		
(vi) Other Financial Liabilities	7,529	7,313		
(b) Other Current Liabilities	88	39		
(c) Provisions				
Total Current Liabilities	45,024	39,267		
Total Liabilities	64,243	59,414		
TOTAL EQUITY AND LIABILITIES	35,036	38,108		



Standalone Statement of Cash Flows for the Year Ended 31st March 2023

Particulars	Year Ended 31st March 2023		Year Ended 31st March 2022	
A				
Cash Flow from Operating Activities				
Profit / (Loss) Before Tax and Exceptional Items		(9,209)		(14,394)
Adjustments for:				
Depreciation and Amortization Expense	895		995	
Finance Costs	3,624		3,616	
Net (Gain) / Loss on Fair Valuation of Investments through Profit and Loss	(2)		1	
Net gain on Assets held for Sale			(283)	
Unrealized Foreign Exchange (Gain) / Loss (Net)	108		57	
Provisions / Liabilities no longer required written back	(953)		(561)	
Bad and Doubtful Trade Receivables / Advances / Claims	982		5,924	
Provision for Impairment of Investment	228		-	
Interest Income	(39)		(79)	
Dividend Income	-		(1,492)	
(Profit) / Loss on Sale of Property, Plant & Equipment (Net)	4		(1)	
Loss on Modification/Termination on Lease Assets	(3)		275	
(Profit) / Loss on Fair Valuation of Derivatives not designated as Hedging Instruments through Profit and Loss	-	4,544	3	8,455
		(4,365)		(5,939)
Operating Profit before Working Capital Changes				
Changes in Working Capital				
Trade Receivables, Loans, Advances and Other Assets	(1,361)		4,593	
Inventories	2,360		(4,709)	
Trade Payables, Other Liabilities and Provisions	4,259	5,238	4,058	3,942
		873		(1,997)
Cash Generated from Operations		(205)		(80)
Income Tax (Paid) / Refund received (Net)		665		(2,077)
Net Cash Flows from / (used in) Operating Activities (A)				
B				
Cash Flow from Investing Activities				
Purchase of Property, Plant and Equipment, Intangible Assets	-		3	
Sale of Property, Plant & Equipment	8		4,000	
Margin Money / Bank Deposits not considered as Cash and Cash Equivalents	763		43	
Interest Received	39		79	
Dividend Received	-		1,492	
Net Cash Flows from / (used) in Investing Activities (B)		810		5,617
C				
Cash Flow from Financing Activities				
Repayment of Long Term Borrowings	-		(1,776)	
Proceeds from Long Term Borrowings	55		4,476	
Repayment of Lease Liabilities	(100)		(99)	
Proceeds from Short Term Borrowings (Net)	101		(2,983)	
Finance Costs Paid	(1,441)		(3,164)	
Net Cash Flows from / (used in) Financing Activities (C)		(1,385)		(3,546)
Net Increase / (Decrease) in Cash and Cash Equivalents (A+B+C)		53		(6)
Cash and Cash Equivalents at the beginning of the year		7		13
Cash and Cash Equivalents at the end of the period		100		7
Cash and Cash Equivalents comprises				
Cash in hand		1		3
Balance with Banks		99		4
		100		7

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'.

*Amount is below ₹ 50,000 (Rupees Fifty thousand)



Notes

- 1 The above audited Standalone Financial Results, Standalone Balance Sheet and Standalone Statement of Cash Flow which has been prepared in accordance with Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, read with SEBI Circular dated July 2016 have been reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on 26th May 2023 at Kolkata. These results have been subjected to audit by the Statutory Auditors of the Company.
- 2 The figures for the 3 months ended 31st March 2023 and corresponding 3 months ended 31st March 2022 are the balancing figures between the audited figures in respect of the full financial year upto 31-March 2023/2022 and the unaudited, published year to date figures up to 31st December 2022/2021, being the date of end of third quarter of the respective financial year which were subject to Limited Review.
- 3 In its Extraordinary General Meeting convened on 23rd December, 2022, the Company has received Shareholders' Approval for the proposed strategic investment by issue of 74,96,592 (Seventy Four Lakh Ninety Six Thousand Five Hundred Ninety Two) equity shares of face value of Rs. 10 (Rupees Ten) per share at a price of INR 92.40 (Rupees Ninety Two and forty Paise) per share through Preferential allotment in favour of IndusInd Defence Solutions Private Limited pursuant to the provisions of Regulation 164A of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; and which is subject to approvals from appropriate authorities and lending institutions. Accordingly, the Stock Exchanges have also been informed under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.
- 4 Interest free loans from the promoters/ promoter's group of companies and other lenders aggregating to Rs. 15,885 lakhs has been carried in the books at book value as against Fair Value as required under Ind AS-109 and its impact on standalone financial statements has not been ascertained.
- 5 During the year, the Company has incurred a cash loss of Rs. 8,314 lakhs and its net worth is negative as on the Balance Sheet date. Moreover, the Company's current liabilities also exceed its current assets as at 31st March 2023. In view of the acute financial crisis faced by the Company, lenders have declared the loan facilities granted to the Company as a Non-Performing Asset (NPA). However, the lenders have also extended 'Holding on Operations' to the Company through a 'Trust & Retention Account' opened with the Lead Bank of the Consortium namely, Bank of India (BOI).
- 6 Consequently, the lead bank, namely Bank Of India, has filed a petition under Section 7 of the IBC before the Hon'ble National Company Law Tribunal on 28th September 2022. The application is yet to be admitted. Meanwhile, the Board of Directors approved a resolution plan at its meeting held on 26th November 2022 which had since been submitted with all of TIL's Consortium Bankers on 28th November, 2022, which is currently under discussion. Considering these developments, the matter had been adjourned from time to time, with the next date of hearing being 19th June 2023.
- 7 Though the above situation is indicative of a material uncertainty that may cast doubt on the Company's ability to continue as a going concern, but in view of the proposed strategic investment as stated in Note 3 above and proposed resolution plan together with sales orders in hand, the management has concluded that the material uncertainties are expected to be mitigated and hence the Standalone Financial Statements have been prepared on a going concern basis.
- 8 The Company had engaged an external valuer for conducting the fair valuation of its Property, Plant & Equipment in the previous year. Since the Fair Value of the Property, Plant & Equipment is higher than its carrying value as on 31st March 2023 based on said evaluation, in the opinion of the management, no impairment provision is considered necessary.
- 9 Assets located in Shahibabad and Chennai are exclusively securitised with Tata Capital and Aditya Birla Finance respectively. Due to acute liquidity crisis, the loan facilities granted to the company by these two NBFCs were declared NPA. Accordingly, under the provisions of the SARFAESI Act, 2002, the two NBFCs taken physical possession of the two properties. Accordingly, these two properties have been categorised as Assets Held for Sale. Since the Fair Value of the two Properties are higher than its carrying value as on 31st March 2023, in the opinion of the management, no impairment provision is considered necessary.
- 10 The Company has carried forward Minimum Alternate Tax Credit of Rs. 3,026 Lakhs as on 31st March 2023 (a component of deferred tax asset in the financial statements) which was accounted for in the earlier years. In the opinion of the management sufficient future taxable profit will be available against which these unused tax credits can be utilized within the stipulated period under the provisions of Income Tax Act 1961.
- 11 Stock in Transit includes materials valuing Rs. 3,248 Lakhs lying in Bonded Warehouse / at Port as at 31st March 2023 which also includes Rs. 3,234 Lakhs imported in the earlier years. These inventories could not be released from the authorities due to non-payment of custom duty, other charges etc. The management does not expect any material loss on account of any obsolescence in these said stocks due to passage of time and no provision is considered necessary.
- 12 As reported earlier, pursuant to a complaint lodged against the Company with the Securities and Exchange Board of India (SEBI) alleging various accounting misstatements in the audited financial statements of the Company for the year ended 31st March 2021 and certain other matters, the "Corporation Finance Investigation Department" (CFID) of SEBI had sought information from the Company on various matters vide their letter dated 31st March 2022. Later, based on the management audit report of an independent firm of Chartered Accountants on the financial statements for the financial year 2019-20 and 2020-21 and based on an internal enquiry by the management, certain accounting adjustments were carried out during the quarter ended year ended 31st March 2022 to rectify those accounting mistakes/ misstatements made in the books of accounts in the previous financial years. The standalone financial statements for the year ended 31st March 2022 were duly approved by the Board of Directors in their meeting dated 19th September 2022. The Company received a letter from SEBI dated 22nd December 2022 seeking further information which has since been replied by the Company on 9th January, 2023. Certain other clarifications and requests for historical data of the Company were sought by SEBI during February and March 2023, and these were duly provided. The Company has not received any further intimation from SEBI since then.
- 13 As reported earlier, an enquiry by "Directorate of Revenue Intelligence & Enforcement" (DRI) has been ongoing since June 2021 in respect to certain trading transactions and other matters related to earlier years and the Company has since complied with the requirements of the DRI. On 7th November, 2022, and 10th November, 2022, the Company received an investigation report of DRI dated 20th July, 2022 from the GST Authority, together with certain demand intimations based on the investigation report. These demand intimations were for FY 2019-20 and for FY 2020-21 for payment of tax / interest / penalty amounting to Rs. 928.90 Lakhs & Rs. 3,290.79 lakhs respectively under Section 74(5) of the GST Act, and a reply to such intimations had been filed by the Company on 17th January, 2023. Subsequently, on 24th March 2023, Show Cause Notice - DRC-01 for FY 2019-2020 was issued u/s. 74(1) of the CGST/MBGST Act, 2017 to the Company. A personal hearing was held on 06th April 2023, pursuant to which certain clarifications were submitted by the Company on 17th April 2023. Also, a reply to the Show Cause Notice was submitted to the GST Authorities on 8th May 2023. On the same day, i.e. 8th May 2023, an Order was issued by the GST authorities for tax, interest, and penalty adding to Rs. 958.97 Lakhs for FY 2019-20. The Company is of the view that the demand raised by GST authorities does not have merit, and hence an appeal against this order shall be filed before the prescribed Appellate Authority as per the provisions under Sec 107 of the CGST Act.
- 14 The Operating Segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM). The CODM, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Board of Directors. The operations of the Company pertain only to Material Handling Solution (i.e. manufacturing of various Material Handling Equipment namely Mobile Cranes, Port Equipment, Self-Loading Truck Cranes, Road Construction Equipment etc. and dealing in spares and providing services to related equipment). Further the Company's principal geographical area is within India. Accordingly, the Company has only one reportable operating segment.
- 15 Figures for the previous periods / year have been regrouped / reclassified wherever necessary to conform to current period's classification.

Registered Office :
1, Taratola Road,
Garden Reach
Kolkata 700 024.
Date : 26th May 2023



For TIL LIMITED
Sumit Mazumder
Sumit Mazumder
Chairman & Managing Director

Independent Auditors' Report

To the Board of Directors of
TIL Limited

Report on the audit of the Consolidated Annual Financial Results

Qualified Opinion

We have audited the accompanying consolidated annual financial results ("the Statement") of TIL ("the Parent") and its subsidiary (the Parent and its subsidiary together referred to as the 'Group'), for the year ended 31st March, 2023, attached herewith, being submitted by the Parent Company pursuant to the requirement of Regulation 33 of the Securities and Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('Listing Regulations').

In our opinion and to the best of our information and according to the explanations given to us except for the possible effects of the matters described in 'Basis for Qualified Opinion' section of our report and based on the consideration of reports of other auditors on separate audited financial statements / information of the subsidiary, the aforesaid consolidated annual financial results:

- a. include the annual financial results of TIL Overseas PTE Limited, a subsidiary.
- b. Is presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard.
- c. gives a true and fair view in conformity with the applicable Indian accounting standards and other accounting principles generally accepted in India, of the net loss and other comprehensive income and other financial information for the year ended 31st March 2023, the consolidated statement of assets and liabilities as at March 31, 2023 and the consolidated statement of Cash flows for the year ended on that date.

Basis for Qualified Opinion

We draw attention to the following matters:

- (a) Note No.4 of the accompanying statement for not carrying out fair valuation of interest free loans from the promoters/ promoter's group of companies and other lenders aggregating to Rs.15885 lakhs by the Parent Company as required under Ind AS-109 and its impact on financial results has not been ascertained by the management. In absence of fair valuation of above interest free loans, we are unable to determine its impact on the consolidated financial results.
- (b) Note No. 5 of the accompanying statement which states that the Parent company has incurred a cash loss of Rs. 8314 lakhs during the year and its net worth is negative as on the Balance Sheet date. Moreover, the Parent Company's current liabilities also exceed its current assets as at 31st March 2023. In view of the acute financial crisis faced by the Company, lenders have declared the loan facilities granted to the Company as a Non-Performing Asset (NPA). However, the lenders have also extended 'Holding on Operations' to the Company through a 'Trust & Retention Account' opened

with the Lead Bank of the Consortium namely, Bank of India ('BOI'). Consequently, the lead bank, namely Bank Of India, has filed a petition under Section 7 of the IBC before the Hon'ble National Company Law Tribunal on 28th September 2022. The application is yet to be admitted. Meanwhile, the Board of Directors approved a resolution plan at its meeting held on 26th November, 2022 which had since been submitted with all of TIL's Consortium Bankers on 28th November, 2022, which is currently under discussion. Considering these developments, the matter had been adjourned from time to time; with the next date of hearing being 19th June 2023.

The above situation indicates that a material uncertainty exists that may cast significant doubt on the Parent Company's ability to continue as a going concern. However, the management of the company has been considering the feasibility and effectiveness of the certain planned actions including proposed investment & proposed resolution plan and considering the sales orders in hand, the management has concluded that the material uncertainties are expected to be mitigated and hence the financial results have been prepared on a going concern basis. The appropriateness of the assumption of going concern is dependent on successful outcome of proposed investment by the investor and proposed resolution plan as stated above. Hence, we are unable to comment on whether the Company will be able to continue as Going Concern.

- (c) Note No.8 of the accompanying statement regarding carry forward of Minimum Alternate Tax Credit of Rs. 3026 Lakhs as on March 31, 2023 (a component of deferred tax asset in the financial statements) which was accounted for in the earlier years. In the opinion of the management sufficient future taxable profit will be available against which these unused tax credits can be utilised within the stipulated period under the provisions of Income Tax Act 1961. However, we are unable to comment for utilisation of said MAT credit in absence of basis for reasonable certainty supported by convincing evidence.
- (d) Note No.9 of the accompanying statement regarding Stock in Transit which includes materials valuing Rs. 3248 lakhs lying in Bonded Warehouse/ at Port as on March 31, 2023 which also includes Rs. 3234 lakhs imported in the earlier years. These inventories could not be released from the authorities due to non-payment of custom duty, other charges etc. and as explained, due to this confirmation also not received. The management does not expect any material loss on account of any obsolescence in these said stocks due to passage of time and no provision is considered necessary. However, as these materials are lying for a considerable period of time and due to non-availability of its technical assessment, we are unable to comment whether any provision for obsolescence are required in this regard.
- (e) Note No. 11 of the accompanying statement regarding an enquiry by "Directorate of Revenue Intelligence & Enforcement" (DRI) which has been ongoing since June 2021 in respect to certain trading transactions and other matters related to earlier years and the Company has since complied with the requirements of the DRI. On 7th November, 2022, and 10th November, 2022, the Company received an Investigation report of DRI dated 20th July, 2022 from the GST Authority, together with certain demand intimations based on the Investigation report. These demand intimations were for FY 2019-20 and for FY 2020-21 for payment of tax / interest / penalty amounting to Rs. 928.90 Lakhs & Rs. 3,290.79 lakhs respectively under Section 74(5) of the GST Act; and a reply to such intimations had been filed by the Company on 17th January, 2023. Subsequently, on 24th March 2023, Show Cause Notice - DRC-01 for FY 2019-2020 was issued u/s. 74(1) of the CGST/WBGST Act, 2017 to the Company. A personal hearing was held on 06th April 2023, pursuant to which certain clarifications were submitted by the Company on 17th April 2023. Also, a reply to the Show Cause notice was submitted to the GST Authorities on 8th May 2023. On the same day, i.e 8th May 2023, an Order was issued by the GST authorities for tax, interest, and penalty adding to Rs 958.97 Lakhs for FY 2019-20. The Company is of the view that the demand raised by GST authorities does not have merit; and hence an appeal against this order shall be filed before the prescribed Appellate Authority as per the



provisions under Sec 107 of the CGST Act. In view of this, no provision is considered necessary by the management.

- (f) Trade receivables, Advances to Suppliers, Trade Payable and Advances from customers amounting to Rs. 3019 lakhs, Rs. 1050 lakhs, Rs. 12542 lakhs and Rs. 3494 lakhs respectively were outstanding as on March 31,2023. The Company could not get necessary confirmations from the respective parties and due to no material subsequent movement in such balances, alternate procedure to verify those balances could also not be performed.

Further, the Company could not get confirmations for Loans from bodies corporate to the extent of Rs. 897 Lakhs lying outstanding as on 31st March 2023.

Hence, we are unable to comment on the correctness of above figures and if any adjustments are required to the said balances as on March 31,2023 and related impact on these Consolidated Financial Results.

The impact of above matters (a) to (f) on the accompanying consolidated annual financial results is presently not ascertainable.

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013, as amended ("the Act"). Our responsibilities under those Standards are further described in the "Auditor's Responsibilities for the Audit of the Standalone Financial Results" section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical 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 obtained by us and other auditor in terms of their reports referred to in "Other Matters" paragraph below is sufficient and appropriate to provide a basis for our qualified opinion.

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

These consolidated annual financial results have been prepared on the basis of the consolidated annual financial statements.

The Parent Company's Management and the Board of Directors are responsible for the preparation and presentation of these consolidated annual financial results that give a true and fair view of the consolidated net profit and other comprehensive income and other financial information of the Group in accordance with the recognition and measurement principles laid down in Indian Accounting Standards prescribed under Section 133 of the Act and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations.

The respective Management and 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 of the assets of each company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated annual financial results 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 annual financial results by the Management and the Directors of the Parent Company, as aforesaid.



In preparing the consolidated annual financial results, the Management and the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of each company to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the company or to cease operations, or has no realistic alternative but to do so.

The respective Company's Management and the Board of Directors of the companies included in the Group are responsible for overseeing the financial reporting process of each company.

Auditor's Responsibilities for the Audit of the Consolidated Annual Financial Results

Our objectives are to obtain reasonable assurance about whether the consolidated annual financial results 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 annual financial results.

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

- Identify and assess the risks of material misstatement of the consolidated annual financial results, 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 through a separate report on the complete set of consolidated annual financial statements on whether the 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 in the consolidated annual financial results made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the appropriateness of this assumption. 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 annual financial results 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 annual financial results, including the disclosures, and whether the consolidated annual financial results represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial results/financial information of the entities within the Group to express an opinion on the consolidated annual financial results. We are responsible for the direction, supervision and performance of the audit of financial information of such entities included in the consolidated financial results of which we are the independent auditors. For the other entities included in the consolidated annual financial results, 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.

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

We communicate with those charged with governance of the Parent Company 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.

We also performed procedures in accordance with the circular No CIR/CFD/CMD1/44/2019 issued by the SEBI under Regulation 33(8) of the Listing Regulations, as amended, to the extent applicable.

Other Matters

- (i) The accompanying Statement includes the audited financial statements and the other financial information, in respect of the subsidiary whose financial statements include total assets of Rs. 89 lakhs as at 31st March, 2023, total revenue Rs. 10 Lakhs, total net loss after tax of Rs. 500 lakhs, total comprehensive income of Rs. (-)463 lakhs for the year ended 31st March, 2023 respectively, and net cash flows of Rs. (-)65 lakhs for the year ended 31st March, 2023 as considered in the statement which have been audited by other auditor.
- (ii) The independent auditors report on the financial statements of above-mentioned subsidiary have been furnished to us by the management and our opinion on the statement in so far as it relates to the amounts and disclosures included in the respect of the subsidiary is based solely on the reports of such auditors.
- (iii) Subsidiary mentioned in sub-paragraph (i) above is located outside India whose annual financial results have been prepared in accordance with accounting principles generally accepted in their country and which have been audited by other auditors under generally accepted auditing standards applicable in their country. The Parent's management has converted the financial results of such subsidiary located outside India from accounting principles generally accepted in their respective countries to accounting principles generally



accepted in India. We have reviewed these conversion adjustments made by the parent company's management. Our conclusion in so far as it relates to the balances and affairs of such subsidiary located outside India is based on the report of other auditor and the conversion adjustments prepared by the management of the Parent company and reviewed by us.

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

For **Singhi & Co.**
Chartered Accountants
Firm Registration No. 302049E



(Giridhari Lal Choudhary)
Partner



(Membership Number: 052112)
UDIN: 23052112BGXCJK4390
Place: Kolkata

Date: May 26, 2023

TIL LIMITED

CIN : L74999WB1974PLC041725
Regd. Office : 1, Taratolla Road, Garden Reach, Kolkata - 700024
Phone : +91 33 6633 2000 / 2045. Fax : +91 33 2469 2143 / 3731
Website : www.tilindia.in

STATEMENT OF AUDITED CONSOLIDATED FINANCIAL RESULTS FOR THREE MONTHS AND TWELVE MONTHS ENDED 31ST MARCH 2023

₹ in Lakhs except Earnings Per Share

Sl. No.	Particulars	Three months ended		Twelve months ended	
		31st March 2023	31st December 2022	31st March 2023	31st March 2022
		Audited (Refer Note 2)	Unaudited	Audited (Refer Note 2)	Audited
1.	Revenue from Operations	1,586	1,110	2,059	6,624
2.	Other Income	(136)	106	828	1,089
I	Total Income (1+2)	1,450	1,216	2,887	7,713
3.	Expenses				
a.	Cost of Materials Consumed	410	206	82	1,173
b.	Purchases of Stock-in-Trade	56	200	657	2,004
c.	Changes in Inventories of Finished Goods, Stock-in-Trade and Work-in-Progress	462	450	486	1,604
d.	Employee Benefits Expense	867	820	1,082	3,673
e.	Finance Costs	837	911	765	3,624
f.	Depreciation and Amortization Expense	202	225	250	995
g.	Other Expenses	1,140	718	3,068	10,325
II	Total Expenses	3,974	3,530	6,390	23,576
4.	Profit from Continuing Operations Before Exceptional Items and Tax (I-II)	(2,524)	(2,314)	(3,503)	(15,863)
5.	Exceptional Items	-	-	(25,953)	(25,953)
6.	Profit / (Loss) Before Tax (4+5)	(2,524)	(2,314)	(25,456)	(41,816)
7.	Tax Expenses	-	-	-	-
a.	Current Tax	-	-	172	172
b.	Income Tax relating to earlier years	-	(172)	(370)	1,129
c.	Deferred Tax	(41)	(172)	1,965	1,301
8.	Total Tax Expenses	(41)	(172)	(370)	(43,117)
9.	Profit / (Loss) for the period / year (6-7)	(2,483)	(2,142)	(31,421)	(43,117)
	Other Comprehensive Income				
A.	(i) Items that will not be reclassified to profit or loss	(53)	(20)	(67)	(79)
B.	(ii) Income Tax relating to items that will not be reclassified to profit or loss	18	7	24	28
	(i) Items that will be reclassified to profit or loss	(14)	9	37	80
	(ii) Items that will be reclassified to profit or loss	-	-	-	-
10.	Total Other Comprehensive Income	(49)	(4)	(5)	29
11.	Total Comprehensive Income for the period / year (8+9)	(2,532)	(2,146)	(31,426)	(43,088)
12.	Paid up Equity Share Capital (Face Value ₹ 10/- each)	1,003	1,003	1,003	1,003
13.	Reserves (Other Equity)	(24.76)	(21.36)	(30.239)	(21,101)
	Earnings Per Share (of ₹ 10/- each) - Basic and Diluted (#)			(90.75)	(429.87)

See accompanying notes to the Financial Results
Figures for three months ended are not annualized



Consolidated Statement of Assets and Liabilities

₹ in Lakhs

	As at 31st March 2023	As at 31st March 2022
	Audited	Audited
ASSETS		
Non-Current Assets		
(a) Property, Plant and Equipment	9,589	10,546
(b) Capital Work-In-Progress	27	27
(c) Right-of-use Assets	1,011	1,268
(d) Intangible Assets	-	46
(e) Financial Assets	-	-
(i) Investments	-	-
(ii) Others	148	582
(f) Deferred Tax Asset (Net)	3,868	3,457
(g) Income Tax Assets (Net)	704	499
(h) Other Non-Current Assets	29	21
Total Non-Current Assets	15,378	16,446
Current Assets		
(a) Inventories	14,068	16,430
(b) Financial Assets		
(i) Investments	67	98
(ii) Trade Receivables	3,019	2,610
(iii) Cash and Cash Equivalents	132	97
(iv) Bank Balances other than (ii) above	8	364
(v) Loans		
(vi) Others	274	266
(c) Other Current Assets	1,859	1,866
Asset Held for Sale	419	-
Total Current Assets	19,646	21,531
TOTAL ASSETS	35,022	37,977
EQUITY AND LIABILITIES		
Equity		
(a) Equity Share Capital	1,003	1,003
(b) Other Equity	(30,239)	(21,101)
Total Equity	(29,236)	(20,098)
Liabilities		
Non-Current Liabilities		
(a) Financial Liabilities		
(i) Borrowings	15,159	17,760
(ii) Lease Liabilities	957	875
(b) Provisions	503	512
Total Non-Current Liabilities	16,619	19,147
Current Liabilities		
(a) Financial Liabilities		
(i) Borrowings	24,859	22,089
(ii) Lease Liabilities	94	111
(iii) Trade Payables	395	382
(iv) Total outstanding dues of micro enterprises and small enterprises	12,162	8,922
(v) Total outstanding dues of Creditors other than micro enterprises and small enterprises	2,512	431
(b) Other Financial Liabilities	7,529	6,954
(c) Provisions	88	39
Total Current Liabilities	47,639	38,928
Total Liabilities	64,258	58,075
TOTAL EQUITY AND LIABILITIES	35,022	37,977



Consolidated Statement of Cash Flows for the year ended 31st March 2023

Particulars	Year Ended 31.03.2023	Year Ended 31.03.2022	₹ in Lakhs
A: Cash Flow from Operating Activities			
Profit / (Loss) Before Tax and Exceptional Items			(15,863)
Adjustments for:	(9,472)		
Depreciation and Amortization Expense	895	995	
Finance Costs	3,624	3,620	
Net (Gain) / Loss on Fair Valuation of Investments through Profit and Loss	(3)	(4)	
Unrealized Foreign Exchange (Gain) / Loss (Net)	108	57	
Provisions / Liabilities no longer required written back	(536)	(610)	
(Gain) / Loss on Sale of Investment	-	(72)	
Doubtful and Bad Debts, Advances, Loans and Deposits	1,028	6,035	
Interest Income	(39)	(79)	
Dividend Income	-	(27)	
(Profit) / Loss on Sale of Property, Plant & Equipment (Net)	4	(1)	
Loss on Modification/Termination on Lease Assets	(3)	(1)	
(Gain) / Loss on Fair Valuation of Derivatives not designated as Hedging Instruments through Profit and Loss	-	275	
Other Non Cash Adjustment	-	3	
Operating Profit before Working Capital Changes	5,078	(8)	9,901
Changes in Working Capital	(4,394)		(5,962)
Trade Receivables, Loans, Advances and Other Assets		4,053	
Inventories	(1,454)	(4,642)	
Trade Payables, Other Liabilities and Provisions	2,360	3,906	
Cash Generated from Operations	5,198		3,317
Income Tax Paid (Net)	765		(2,645)
Net Cash Flows used in Operating Activities (A)	(205)		(18)
	560		(2,663)
B: Cash Flow from Investing Activities			
Purchase of Property, Plant and Equipment, Intangibles etc.	-	3	
Sale of Property, Plant & Equipment	8	4,000	
Margin Money / Bank Deposits not considered as Cash and Cash Equivalents	763	43	
Interest Received	39	79	
Dividend Received	-	27	
(Purchase)/Sale of Investments	41	3,574	
Net Cash Flows used in Investing Activities (B)	851		7,726
C: Cash Flow from Financing Activities			
Repayment of Long Term Borrowings	-	(1,776)	
Proceeds from Long Term Borrowings	55	4,476	
Repayment of Lease Liabilities	(100)	(99)	
Proceeds from Short Term Borrowings (Net)	101	(4,433)	
Finance Costs Paid	(1,441)	(3,168)	
Net Cash Flows from Financing Activities (C)	(1,385)		(5,000)
Net Increase in Cash and Cash Equivalents (A+B+C)	26	63	
Cash and Cash Equivalents at the beginning of the year	97	46	
Effect for Foreign Exchange Fluctuation	9	(12)	
Cash and Cash Equivalents at the end of the period	132	97	
Cash and Cash Equivalents comprises			
Cash in hand	1	3	
Balance with Banks	131	94	
	132	97	

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'.
* Amount is below ₹ 50,000 (Rupees Fifty thousand)



Notes

- 1 The above audited Consolidated Financial Results, Consolidated Balance Sheet and Consolidated Statement of Cash Flow which has been prepared in accordance with Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, read with SEBI Circular dated July 2016 have been reviewed by the Board of Directors at their meeting held on 26th May 2023 at Kolkata. These results has been subjected to audit by the Statutory Auditors of the Company.
- 2 The figures for the 3 months ended 31st March 2023 and corresponding 3 months ended 31st March 2022 are the balancing figures between the audited figures in respect of the full financial year upto 31-March 2023, 2022 and the unaudited published year to date figures up to 31st December 2022/2021, being the date of end of third quarter of the respective financial year which were subject to Limited Review.
- 3 In its Extraordinary General Meeting convened on 23rd December, 2022, the Parent Company has received Shareholders' Approval for the proposed strategic investment by issue of 74,96,592 (Seventy Four Lakh Ninety Six Thousand Five Hundred Ninety Two) equity shares of face value of Rs. 10 (Rupees Ten) per share at a price of INR 92.40 (Rupees Ninety Two and forty Paise) per share through Preferential allotment in favour of Indocrest Defence Solutions Private Limited pursuant to the provisions of Regulation 16A of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, and which is subject to approvals from appropriate authorities and lending institutions. Accordingly, the Stock Exchanges have also been informed under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.
- 4 Interest free loans from the promoters/ promoter's group of companies and other lenders aggregating to Rs. 15,885 lakhs has been carried in the books at book value as against Fair Value as required under Ind AS-109 and its impact on standalone financial statements has not been ascertained
- 5 During the year, the Parent Company has incurred a cash loss of Rs. 8,314 lakhs and its net worth is negative as on the Balance Sheet date. Moreover, the Parent Company's current liabilities also exceed its current assets as at 31st March 2023. In view of the acute financial crisis faced by the Parent Company, lenders have declared the loan facilities granted to the Company as a Non-Performing Asset (NPA). However, the lenders have also extended 'Holding on Operations' to the Company through a 'Trust & Retention Account' opened with the Lead Bank of the Consortium namely, Bank of India (BOI). Consequently, the lead bank, namely Bank Of India, has filed a petition under Section 7 of the IBC before the Hon'ble National Company Law Tribunal on 28th September 2022. The application is yet to be admitted. Meanwhile, the Board of Directors approved a resolution plan at its meeting held on 26th November, 2022 which had since been submitted with all of TIL's Consortium Bankers on 28th November, 2022, which is currently under discussion. Considering these developments, the matter had been adjourned from time to time; with the next date of hearing being 19th June 2023.
- 6 Though the above situation is indicative of a material uncertainty that may cast doubt on the Parent Company's ability to continue as a going concern, but in view of the proposed strategic investment as stated in Note 3 above and proposed resolution plan together with sales orders in hand, the management has concluded that the material uncertainties are expected to be mitigated and hence the Standalone Financial Statements have been prepared on a going concern basis.
- 7 The Parent Company had engaged an external valuer for conducting the fair valuation of its Property, Plant & Equipment in the previous year. Since the Fair Value of the Property, Plant & Equipment is higher than its carrying value as on 31st March 2023, based on said evaluation, in the opinion of the management, no impairment provision is considered necessary.
- 8 Assets located in Shahibabad and Chennai are exclusively securitised with Tata Capital and Aditya Birla Finance respectively. Due to acute Liquidity crisis, the loan facilities granted to the company by these two NBFCs were declared NPA. Accordingly, under the provisions of the SARFAESI Act, 2002, the two NBFCs taken physical possession of the two properties. Accordingly, these two properties have been categorised as Assets Held for Sale. Since the Fair Value of the two Properties are higher than its carrying value as on 31st March 2023, in the opinion of the management, no impairment provision is considered necessary.
- 9 The Parent Company has carried forward Minimum Alternate Tax Credit of Rs. 3,026 Lakhs as on 31st March 2023 (a component of deferred tax asset in the financial statements) which was accounted for in the earlier years. In the opinion of the management sufficient future taxable profit will be available against which these unused tax credits can be utilized within the stipulated period under the provisions of Income Tax Act 1961.
- 10 Stock in Transit includes materials valuing Rs. 3,248 Lakhs lying in Bonded Warehouse / at Port as at 31st March 2023 which also includes Rs. 3,234 Lakhs imported in the earlier years. These inventories could not be released from the authorities due to non-payment of custom duty, other charges etc. The management does not expect any material loss on account of any obsolescence in these said stocks due to passage of time and no provision is considered necessary.
- 11 As reported earlier, pursuant to a complaint lodged against the Parent Company with the Securities and Exchange Board of India (SEBI) alleging various accounting misstatements in the audited financial statements of the Parent Company for the year ended 31st March 2021 and certain other matters, the 'Corporation Finance Investigation Department' (CFID) of SEBI had sought information from the Parent Company on various matters vide their letter dated 31st March 2022. Later, based on the management audit report of an independent firm of Chartered Accountants on the financial statements for the financial year 2019-20 & 2020-21 and based on an internal enquiry by the management, certain accounting adjustments were carried out during the quarter ended year ended 31st March 2022 to rectify those accounting mistakes/ misstatements made in the books of accounts in the previous financial years. The standalone financial statements for the year ended 31st March 2022 were duly approved by the Board of Directors in their meeting dated 19th September 2022. The Parent Company received a letter from SEBI dated 22nd December 2022 seeking further information which has since been replied by the Parent Company on 8th January, 2023. Certain other clarifications and requests for historical data of the Parent Company were sought by SEBI during February and March 2023, and these were duly provided. The Parent Company has not received any further information from SEBI since then.
- 12 As reported earlier, an enquiry by 'Directorate of Revenue Intelligence & Enforcement' (DRI) has been ongoing since June 2021 in respect to certain trading transactions and other matters related to earlier years and the Company has since complied with the requirements of the DRI. On 7th November, 2022, and 10th November, 2022, the Company received an Investigation report of DRI dated 20th July, 2022 from the GST Authority, together with certain demand intimations based on the Investigation report. These demand intimations were for FY 2019-20 and for FY 2020-21 for payment of tax / interest / penalty amounting to Rs. 928.90 Lakhs & Rs. 3,290.79 lakhs respectively under Section 74(1) of the CGST Act, and a reply to such intimations had been filed by the Company on 17th January, 2023. Subsequently, on 24th March 2023, Show Cause Notice - DRC-01 for FY 2019-2020 was issued u/s. 74(1) of the CGST/IGST Act, 2017 to the Company. A personal hearing was held on 06th April 2023, pursuant to which certain clarifications were submitted by the Company on 17th April 2023. Also, a reply to the Show Cause notice was submitted to the GST Authorities on 8th May 2023. On the same day, i.e. 8th May 2023, an Order was issued by the GST authorities for tax, interest, and penalty adding to Rs 958.97 Lakhs for FY 2019-20. The Company is of the view that the demand raised by GST authorities does not have merit, and hence an appeal against this order shall be filed before the prescribed Appellate Authority as per the provisions under Sec 107 of the CGST Act.
- 13 The Operating Segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM). The CODM, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Board of Directors. The operations of the Parent Company pertain only to Material Handling Solution (i.e. manufacturing of various Material Handling Equipment namely Mobile Cranes, Port Equipment, Self-Loading Truck Cranes, Road Construction Equipment etc. and dealing in spares and providing services to related equipment). Further the Company's principal geographical area is within India. Accordingly, the Company has only one reportable operating segment.
- 14 Figures for the previous periods / year have been regrouped / reclassified wherever necessary to conform to current period's classification



for TIL LIMITED

Sumit Mazumder
Chairman & Managing Director

Registered Office :
1, Taratolla Road,
Kolkata 700 024.
Date : 26th May 2023

Annexure-A

Resignation of Ms. Bipasha Banerjea, Chief Financial Officer of TIL Limited

Sl. No.	Details of events that needs to be provided	Information of such events
1.	Reason for change viz. appointment, resignation, removal, death or otherwise	Resignation as the Chief Financial Officer of the Company due to personal reason.
2.	Date of appointment /cessation (as applicable) Term of appointment	End of business hour of 30 th May, 2023

