



ANNUAL REPORT & ACCOUNTS

2019-2020



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33RD Annual Report & Accounts
2019-2020



BOARD OF DIRECTORS

CHAIRMAN

Shri S. L. Agarwalla

DIRECTORS

Shri Gopal Mitruka
Shri Paritosh Ghiraiya
Shri Sandeep Agarwal
Smt Mamy Ghosh

AUDITORS

Agarwal & Sushil Kumar & Co
Chartered Accountants
1st Floor, Commerce Building
Bidhan Market Road, Siliguri

BANKERS

ICICI BANK
BANK OF INDIA
STATE BANK OF INDIA

**SHARER TRANSFER
DEPARTMENT**

S.K. Info Solutions Pvt. Ltd.
34/1A, Sudhir Chatterjee Street
Kolkata - 6

REGISTERED OFFICE

264, M.G. Road
Siliguri (West Bengal)
Pin - 734005

GARDEN

Fatapukur, Dist. Jalpaiguri
(West Bengal)

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NOTICE

To
The Members

NOTICE is hereby given that the 33rd Annual General Meeting (AGM) of the Members of the company will be held on Thursday, 24th September, 2020 at 11.00 A.M at Fatapukur tea estate Garden office Vill Patagarah Po. Fatapukur Dist. Jalpaiguri to transact the following business:

Ordinary Business:

1. To consider and adopt the Audited Accounts of the Company for the financial year ended 31st March, 2020, and the report of the Board of Directors' and Auditors' thereon.
2. To appoint a Director in place of Samarlal Agarwalla, who retires by rotation and being eligible offers himself for re-appointment.

Regd. Office:
264 M G Road,
Siliguri 734005

By Order of the Board

Sandeep Agarwal
Whole Time Director

Date: 22/08/2020

NOTES:

- 1) A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER. PROXY IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE MEETING
- 2) The Register of Members and Share Transfer Books of the company will remain closed from 17th September 2020 to 24th September, 2020 (both days inclusive).
- 3) The Members/Representatives/Proxy (ies) is requested to bring attendance slip, as enclosed, duly filled in, together with their copy of Annual Report and notice convening the Annual General Meeting.
- 4) In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
- 5) Corporate members intending to send their authorized representatives to attend the Annual General Meeting are requested to send a certified true copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Annual General Meeting.
- 6) Shareholders seeking any information with regard to the Accounts are requested are requested to write to the company at least seven days in advance so as to enable the Management to keep the information ready at the Annual General Meeting.
- 7) Electronic copy of the Annual Report for 2019-20 and Notice of the 33rd Annual General Meeting of the Company interalia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all such members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report and Notice of the 33rd Annual General Meeting of the Company interalia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode. Members may also note that Notice of 33rd Annual General Meeting and Annual Report for 2019-20 will also be available on Company's website at www.bansisonstea.in for their download.

- 8) Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.
- 9) Voting through electronic means
 - I. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, and Clause 35B of the Listing Agreement, the Company is pleased to provide members, the facility to exercise their right to vote by electronic means at the 33rd Annual General Meeting (AGM) and the business may be transacted through e-voting services provided by National Securities Depository Limited (NSDL).

The instructions for e-voting are as under:

- A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/Depository Participant(s)]:
 - i) Open email and open PDF file viz, "Bansisons Tea Industries Limited e-voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and Password/PIN for e-voting. Please note that the password is an initial password.
 - ii) Launch internet browser by typing the following URL <https://www.evoting.nsdl.com>
 - iii) Click on Shareholder – Login
 - iv) If you are already registered with NSDL for e-voting then you can use your existing user ID and password/PIN for casting your vote.3
 - v) Put user ID and password as initial password/PIN noted in step (i) above. Click Login.
 - vi) Password Change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
 - vii) Home page of e-voting opens. Click on e-voting: Active Voting Cycles.

- viii) Select the “EVEN” (E-Voting Event Number) of Bansisons Tea Industries Limited.
 - ix) Now you are ready for e-voting as Cast Vote page opens.
 - x) Cast your vote by selecting appropriate option and click on “Submit” and also “Confirm” when prompted.
 - xi) Upon confirmation, the message “Vote cast successfully” will be displayed.
 - xii) Once you have voted on the resolution, you will not be allowed to modify your vote.
 - xiii) Institutional shareholders (i.e other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorised signatory(ies) who are authorised to vote, to the Scrutinizer through e-mail to pcsmonalisa14@gmail.com with a copy marked to evoting@nsdl.co.in
- B. In case Member receives physical copy of the Notice of AGM [for members whose email IDs are not registered with the Company/Depository Participants or requesting physical Copy].
- i) Initial password is provided as below/at the bottom at the Attendance Slip for the AGM: EVEN (E-Voting Event Number) USER ID PASSWORD/PIN
 - ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xiii) above to cast vote.
- II. In case of any queries, you may refer the Frequently Asked Question (FAQs) for Shareholders and e-voting user manual for Shareholders available at the downloads section of www.evoting.nsdl.com
- III. If you are already registered with NSDL for e-voting then you can use your existing user ID and password/PIN for casting your vote.

General Instructions

- a) The remote e-voting period commences on 21st September 2020 from 10:00 A.M (IST) and ends on 23rd September 2020 5:00 P.M (IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialised form, as on the cut-off date (record date) i.e. 17th September, 2020 may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently. Further, members who have previously cast their vote electronically shall not be allowed to vote again at the meeting.
- b) A member may participate in the AGM even after exercising his right to vote through remote e-voting, but shall not be allowed to vote again at the AGM.
- c) The facility for voting through ballot will also be made available at AGM, and member attending AGM who have not cast their vote by remote e-voting will be able to exercise their right at AGM. Shareholders who have not cast their vote electronically by remote e-voting may only cast their vote at the AGM through ballot paper.
- d) The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date (record date) of 17th September, 2020
- e) The Board of Directors of the company at their meeting held on 22nd August, 2020 has appointed Monalisa Datta, Practicing Company Secretary as the Scrutinizer to scrutinize the e-voting process in fair and transparent manner, whose e-mail address is: pcsmonalisa14@gmail.com.
- f) The results of voting will be announced within 2 days of passing resolution at the Annual General Meeting of the company to be held Fatapukur tea estate Garden office Vill Patagarah Po. Fatapukur Dist. Jalpaiguri on Thursday, 24th September 2020 at 11:00 AM . The results of the voting will be communicated to the stock exchanges and also be hosted on the website of the company www.bansisonstea.in

Directors' Report

To,

The Members,

Your Directors have pleasure in presenting the 33rd Annual Report of the Company together with the Audited Financial Statements for the year ended 31st March' 2020.

The financial results of the Company are summarized as under:

(Amount in Rs.)

Particulars	March 31st, 2020	March 31st, 2019
Income:		
Revenue from Operations	15,00,000	1,71,88,726
Other Income	0	0
Total Revenue (A)	15,00,000	1,71,88,726
Expenditure:		
Cost of Materials Consumed	36,850	48,43,894
Purchase of Trade	0	30,97,384
Employee Benefits Expenses	2,58,000	81,32,261
Depreciation and Amortization Expenses	1,98,578	2,44,924
Operating & Other Expenses	11,86,224	21,51,624
Total Expenses (B)	16,79,652	1,84,70,087
Profit Before Tax (A-B)	(1,79,652)	(12,81,361)
Tax Expenses:		
(1) Current Tax	(940)	6,050
Profit for the year	(1,78,712)	(12,87,411)
Appropriated as under:		
Dividend proposed	-	-
Tax on Proposed Dividend	-	-
General Reserve	-	-
Balance carried to Balance sheet	(1,78,712)	(12,87,411)

PROGRESS & FUTURE OUTLOOK

During the Financial Year 2019-20, the company has accelerated its activities. The Directors are confident of improving the company's business during the Financial Year 2020-2021 under the improved economic scenario of the Country and expects the same to contribute favorably to the bottom line.

DIVIDEND

Considering the operational needs of the company, your Directors have decided to strengthen the intrinsic financial position of the Company. Hence, no Dividend has been recommended for the year under review.

NUMBER OF MEETINGS OF THE BOARD

There were 6(Six) Board Meetings held during the FY 2019-20. The dates on which the meetings were held i.e. 14/05/2019, 14/08/2019, 28/08/2019, 14/11/2019, 14/02/2020, 20/02/2020

DIRECTORS AND KEY MANAGERIAL PERSONNEL

Pursuant to the Provisions of the Section 152(6)(d) of the Companies Act, 2013, Sri Samarlal Agarwalla retires by rotation and being eligible offers himself for re-appointment.

During the year:

1. Priyanka Mishra has resigned from her post as Whole Time Company Secretary on 14/08/2019
2. Mrs Anuradha Nahar is appointed as Whole Time Company Secretary on 20/02/2020

DIRECTORS' RESPONSIBILITY STATEMENT :

Your Directors wish to inform members that the Audited Accounts containing Financial Statements for the year ended 31st March, 2020 reflect true & fair view, the form and substance of transactions carried out during the year and reasonably present the Company's financial condition and results of operation.

Your Directors further confirm that:

In the preparation of the Annual Accounts:

1. the applicable accounting standards have been followed along with proper explanation relating to material departures.

2. 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 or loss of the company for the year.
3. the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
4. the directors have prepared the annual accounts on a going concern basis.
5. the directors has laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
6. the directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate & operating effectively.

SUBSIDIARY COMPANY

The Company has no subsidiaries, within the meaning of Section 2(87) of the Companies Act, 2013.

EXTRACT OF ANNUAL RETURN

The details of the extract of the Annual Return in form MGT 9 is annexed herewith and forms part of this report. (Annexure I).

AUDITORS :

M/s. AGARWAL SUSHIL KUMAR & CO, were appointed as the Statutory Auditors at 32nd Annual General Meeting for the term of 5 years. As per the provisions of Section 139 of the Companies Act, 2013.

AUDITORS' REPORT

The observations made in the Auditors' Report are self-explanatory and do not call for any further explanation.

ENERGY, TECHNOLOGY & FOREIGN EXCHANGE

Information pursuant to Section 134(3)(m) read with Rule 8 of the Companies Act, 2013 are not applicable to the Company and there has been no foreign exchange earnings or expenditure incurred during the year.

SECRETARIAL AUDIT REPORT

As per the provision of section 204 of Companies Act, 2013, Anand Khandelia (FCS - 5803), a Practicing Company Secretary is appointed as a Secretarial Auditor of the Company. The Secretarial Audit Report for Financial Year 2019-2020 is annexed herewith and forms part of this report. (Annexure II).

Qualification: Shareholding Pattern of Company is not as per the financial date received by me. There is discrepancy in relation to partly paid up shares as stated in the balance sheet which is not disclosed in shareholding pattern.

Response: It was an advertent act from company's part and shall rectify it as soon as possible.

DEPOSITS

During the year under report, the Company has not accepted any deposits from the public within the meaning of Section 73 of the Companies Act, 2013 and rule framed.

LOANS, GUARANTEES AND INVESTMENT UNDER SECTION 186 OF THE COMPANIES ACT, 2013

During the year, Company has not given any Loan or guarantee and has not made any investments

RELATED PARTY TRANSACTIONS DURING THE YEAR

During the year company has no Related Party Transaction.

AUDIT COMMITTEE

The company has Audit Committee as set in Section 177(8) of the Companies Act, 2013 and the composition of Audit Committee include Sri Mamy Ghosh, Sri Sandeep Agarwal, Sri Gopal Mitruka and Mr. Paritosh Ghiraiya

NOMINATION & REMUNERATION COMMITTEE

The Company has constituted Nomination & Remuneration committee as set in Section 178 of the Companies Act, 2013. The composition of Nomination & Remuneration Committee include Gopal Mitruka, Sri S.L.Agarwalla, Sri Paritosh Ghiraiya.

RISK MANAGEMENT POLICY

The Board has adopted and implemented Risk management Policy.

INTERNAL FINANCIAL CONTROL AND THEIR ADEQUACY

The Company has implemented proper and adequate system of internal controls commensurate with the size and nature of its operations. The Board has adopted and implemented an Internal Control Policy.

VIGIL MECHANISM

The Company has adopted a Vigil Mechanism, which provides a formal mechanism for all employees of the Company to make protected disclosures to the Management about unethical behavior, actual or suspected fraud or violation of the company's Code of Conduct. Disclosures reported are addressed in the manner and within the time frames prescribed in the Policy. No employee of the company has been denied access to the Audit Committee

DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has in place an Anti-harassment policy in line with the requirements of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. There were no complaints received during the financial year 2019-2020.

LISTING

The Company is listed on the following stock exchanges

The Stock Exchange, Mumbai

Phiroze Jeejeebhoy Towers

Dalal Street, Mumbai – 400 001

The Calcutta Stock Exchange Limited

7, Lyons Range

Kolkata – 700 107

Depositories for Equity Shares : NSDL

The Company has paid the Annual Listing Fees for the financial year 2019-20 to the stock exchange.

CORPORATE GOVERNANCE

In pursuant to Regulation 15 (2) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the compliance with the corporate governance provisions as specified in regulations 17, 18, 19, 20, 21, 22, 23, 24, 25, 26, 27 and clauses (b) to (i) of sub-regulation

(2) of regulation 46 and para C , D and E of Schedule V shall not apply, in respect of - (a) the listed entity having paid up equity share capital not exceeding rupees ten crore and net worth not exceeding rupees twenty five crore, as on the last day of the previous financial year. Therefore a report on the Corporate Governance practices, the Auditors' Certificate on compliance of mandatory requirements thereof are not given as an annexure to this report

ACKNOWLEDGEMENT

Your Directors wish to place on record their appreciation for the co-operation received by the company from Bankers, employees and officers of the company.

For and on behalf of the Board of Directors

REGISTERED OFFICE:

"264, M. G. Road
Siliguri (West Bengal)
Pin - 734005

Dated: 22/08/2020

Samarlal Agarwala
Director

Sandeep Agarwal
Director

IV. Shareholding Pattern (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Share Holding

Category of Shareholders	No of Shares held at the beginning of the year [As on 01 April 2019]				No of Shares held at the end of the year [As on 31 March 2020]				% change during the Year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	0	1465700	1465700	23.15%	0	1465700	1465700	23.15%	0.00
b) Central Govt	0	0	0	0.00%	0	0	0	0.00%	0
c) State Govt(s)	0	0	0	0.00%	0	0	0	0.00%	0
d) Bodies Corp.	0	0	0	0.00%	0	0	0	0.00%	0.0000
e) Banks/ Financial Institutions	0	0	0	0.00%	0	0	0	0.00%	0
f) Any other	0	0	0	0.00%	0	0	0	0.00%	0
Sub-total (A)(1)	0	1465700	1465700	23.15%	0	1465700	1465700	23.15%	0.0000
(2) Foreign									
a) NRIs - Individuals									
b) Other - Individuals									
c) Bodies Corp.									
d) Banks/ FI									
e) Any other									
Sub-total (A)(2)	0	0	0	0	0	0	0	0.00%	0.00
Total shareholding of Promoter (A)=(A)(1)+(A)(2)	0	1465700	1465700	23.15%	0	1465700	1465700	23.15%	0.00
B. Public Shareholding									
1. Institutions									
a) Mutual Funds									
b) Banks/ FI	0	0	0	0.0000	0	0	0	0.00%	0.00
c) Central Govt									
d) State Govt(s)									
e) Venture Capital Funds									
f) Insurance Companies									
g) FIs									
h) Foreign Venture Capital Funds									
i) Others (specify)									
Sub-total(B)(1):-	0	0	0	0.00%	0	0	0	0.00%	0.00
2. Non-Institutions									
a) Bodies Corp.				0.00%				0.00%	0.00
i) Indian	13600	33300	46900	0.74%	12700	32800	45500	0.72%	0.00
ii) Overseas									
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 2 lakh	413105	3663695	4076800	64.40%	420605	3631395	4052000	64.01%	0.00
ii) Individual shareholders holding nominal share capital in excess of Rs. 2 lakh	0	739700	739700	11.69%	0	761000	761000	12.02%	0.00
c) Others (Specify)									
Non Resident Indians	900	0	900	0.01%	900	1900	5800	0.09%	0.00
Qualified Foreign Investor									
Custodian of Enemy Property									
Foreign Nationals									
Clearing Members									
Trusts									
Foreign Bodies D R									
Sub-total(B)(2):-	427605	4436695	4864300	76.85%	434205	4430095	4864300	76.85%	0.00
Total Public Shareholding (B)=(B)(1)+(B)(2)	427605	4436695	4864300	76.85%	434205	4430095	4864300	76.85%	0.00
C. Shares held by Custodian for CDRs & ADRs									
Grand Total (A+B+C)	427605	5902395	6330000	100%	434205	5895795	6330000	100.00%	0.0000

V INDEBTEDNESS				
Indebtedness of the Company including interest outstanding/accrued but not due for payment				
	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtness at the beginning of the financial year (i.e. as on 01.04.2014)				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due				
Total (i+ii+iii)				
Change in Indebtedness during the financial year				
Additions				
Reduction				
Net Change				
Indebtedness at the end of the financial year (i.e. as on 31.03.2015)				
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)				
VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL				
A. Remuneration to Managing Director, Whole time director and/or Manager:				
Sl.No	Particulars of Remuneration	SANDEEP MITRUKA		
1	Gross salary	Managing Director	Whole Time Director	Manager
	(a) Salary as per provisions contained in section 17(1) of the Income Tax, 1961.	-	-	-
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961	-	-	-
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	-	-	-
2	Stock option	-	-	-
3	Sweat Equity	-	-	-
4	Commission	-	-	-
	as % of profit	-	-	-
	others (specify)	-	-	-
5	Others, please specify	-	-	-
	Total (A)	-	-	-
	Ceiling as per the Act	-	-	-
B. Remuneration to other directors:				
Sl.No	Particulars of Remuneration	Name of the Directors		
1	Independent Directors			Total
	(a) Fee for attending board committee meetings	-	-	-
	(b) Commission	-	-	-
	(c) Others, please specify	-	-	-
	Total (I)	-	-	-
2	Other Non Executive Directors	-	-	-
	(a) Fee for attending board committee meetings	-	-	-

	(b) Commission	-	-	-	-
	(c) Others, please specify.	-	-	-	-
	Total (2)	-	-	-	-
	Total (B)=(1+2)	-	-	-	-
	Total Managerial Remuneration	-	-	-	-
	Overall Ceiling as per the Act.	-	-	-	-
C. Remuneration to Key Managerial Personnel other than - MD/MANAGER/WTD					
Sl. No.	Particulars of Remuneration	Key Managerial Personnel			Total
1	Gross Salary	CEO	Company Secretary	CFO	
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	-	-	-	-
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission as % of profit others, specify	-	-	-	-
5	Others, please specify	-	-	-	-
	Total	-	-	-	-

VII PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES					
Type	Section of the Companies Act	Brief Description	Details of Penalty/Punishment/ Compounding fees imposed	Authority (RD/NCLT/Court)	Appeal made if any (give details)
A. COMPANY					
Penalty					
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
B. DIRECTORS					
Penalty	-	-	NIL	-	-
Punishment	-	-		-	-
Compounding	-	-		-	-
C. OTHER OFFICERS IN DEFAULT					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

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SECRETARIAL AUDIT REPORT

For The Financial Year Ended On 31st March, 2020
(Pursuant to section 204(1) of the Companies Act, 2013 and Rule No. 9 of the
Companies (Appointment and Remuneration Personnel) Rules, 2014)

To,

The Members,
M/S. Bansisons Tea Industries Limited
264 M G Road,
Siliguri-734005
West Bengal

CIN: L15520WB1987PLC042982
Authorised Capital: 6,50,00,000
Paid up Capital: 61975500

I have conducted the secretarial audit of the compliance's of applicable statutory provisions and the adherence to good corporate practices by M/S. Bansisons Tea Industries Limited(hereinafter called the Company). 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.

The maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.

Based on our verification of the Company's secretarial records, documents, books, papers, minute books, forms and returns filed and other records maintained by the Company and also information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit.

I hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2020 (audit Period), complied with all 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:

I have examined the secretarial records, documents books, papers, minute books, forms and returns filed and other records maintained by M/S. Bansisons Tea Industries Limited for

the financial year ended on 31st March, 2020 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 (SCRA) and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; N/A
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') viz.:
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers)(Third Amendment)Regulations, 2015;
 - (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, 2009 and The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations. 2008; [Not applicable as the Company has not issued and listed any Debt Securities during the Financial year under review]
 - (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;
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998. [Not applicable as the Company has not brought back/ proposed to buy-back during the Financial year under review]
- (i) Payment of Gratuity Act, 1972, and rules made there under

I have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) Since the company is listed with Bombay Stock Exchange the Listing Agreements entered into by the Company with Bombay Stock Exchange and SEBI (LODR) Regulation,

2015 has been complied with.

The Company has filed all the forms and returns as required under the Companies Act, 2013 and is regular in filing the forms and returns within the prescribed time.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc mentioned above with respect to the books, papers, minute books, forms and returns of which is required to be examined by us for the purpose of this report.

During the period under audit the Company has complied with the provisions of the Act, Rules, Regulations, guidelines as mentioned.

I further report that the Compliance by the Company of applicable financial laws like direct and indirect tax laws has not been revised in this audit since the same has been subject to review by statutory financial audit and other designated professionals.

I further report that , Shareholding Pattern of Company is not as per the financial date received by me. There is discrepancy in relation to partly paid up shares as stated in the balance sheet which is not disclosed in shareholding pattern.

I further report that,

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda are generally sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

The decisions carried through are recorded in the minutes. I did not find any dissenting views recorded in the minutes. It was informed to us that, in absence of any such dissenting views it was not required to record any such views in the minutes.

I further report that 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.

The Company has requisite systems and processes to monitor and ensure compliance with other laws as applicable to the Company.

Place : Mumbai

Signature : Sd/-

25/08/2020

Name of PCS : CS Anand Khandelia

C. P. No. : 5841

Mem No.: 5803

UDIN:F005803B000611727

INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF BANSISONS TEA INDUSTRIES LIMITED
Report on the Ind AS Standalone Financial Statements

OPINION

We have audited the accompanying Ind AS Standalone Financial Statements of BANSISONS TEA INDUSTRIES LIMITED ("the Company"), which comprise the Balance Sheet as at March 31, 2020, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flow, the statement of Changes in equity for the year then ended and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the Ind AS Standalone Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS Standalone Financial Statements give the information required by the Companies Act, 2013,

as amended ("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, 2020, its loss (including other comprehensive income), its cash flows and the statement of Changes in equity for the year ended on that date.

BASIS FOR OPINION

We conducted our audit of the Standalone Financial Statements in accordance with the Standards on Auditing (SAs), as 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 (ICAI) 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 ICAI Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Standalone Financial Statements.

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Standalone Financial Statements for the financial year ended

March 31, 2020. These matters were addressed in the context of our audit of the Standalone Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

LEASING OF TEA GARDEN FOR GREEN LEAF PLUCKING AND SALE

produce of tea and other minor crops growing on the bearer plants (“growing produce”) are considered as agricultural produce and are measured at fair value based on their biological transformation.

The fair valuation of the growing produce and at the point of harvest is significant to our audit on account of the significant management judgements applied in determining estimated quantity and transformation based on factors like stage of growth (determined based on the visible growth and systematic crop estimation) and harvesting cycle of the crops and their fair values less costs to sell which is based on factors like established conversion norms and the published rates.

In view to those factors a significant losses occurred since last few year so this year company leasing out garden for plucking green leaf and sale. Discussion with management on this issue ,they replied that probability of losses will reduced to this move.

INFORMATION OTHER THAN THE FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

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

MANAGEMENT'S RESPONSIBILITY FOR THE IND AS STANDALONE FINANCIAL STATEMENTS

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Ind AS Standalone Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows . and the statement of Changes in equity in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under section 133 of the Act, read with relevant Rules issued there under.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 Ind AS Standalone Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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.

Those 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

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.

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 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 Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.

Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Company 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 and its associates and jointly controlled entities 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.

Obtain sufficient appropriate audit evidence regarding the financial information of the business activities of the company to express an opinion on the standalone financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of company included in the standalone financial statements of which we are the independent auditors.

We communicate with those charged with governance of the 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 standalone 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.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. 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 purpose of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as 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 the statement of Changes in equity dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid Ind AS Standalone Financial Statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) On the basis of the written representations received from the Directors of the Company as on March 31, 2020 and taken on record by the Board of Directors, none of the Directors of the Company are disqualified as on March 31, 2020, 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 over financial

reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure "A".

- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Ind AS Standalone Financial Statements disclose the impact of pending litigations on the financial position of the Company.
 - ii. The Company did not have long-term contract including derivatives contracts for which there were any material foreseeable losses
 - iii. There were no amounts which were required to be transferred, to the Investor Education and Protection Fund by the Company.

For AGARWAL SUSHIL KUMAR & CO.
CHARTERED ACCOUNTANTS
ICAI Firm Reg. Number: 323412E

SUSHIL KUMAR AGARWAL
Proprietor
M. No.: 058195
SILIGURI: JULY, 20, 2020

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT

Referred to in Paragraph 1(f) 'Report on Other Legal and Regulatory Requirements' in our Independent Auditor's Report to the members of the Company on the Ind AS Standalone Financial Statements for the year ended March 31, 2020.

Report on the Internal Financial Controls under Clause (i) of Subsection 3 of section 143 of the Companies Act, 2013.

We have audited the internal financial controls over financial reporting of BANSISONS TEA INDUSTRIES LIMITED ("the Company") as of March 31, 2020, in conjunction with our audit of the Ind AS Standalone Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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 Companies Act, 2013 (the "Act" or the "Companies Act").

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, 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 over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of

the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, 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 judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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 over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A Company's internal financial control over financial reporting 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 control over financial reporting 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 authorizations of management and directors of the company; and
- 3) provide reasonable assurance regarding prevention or timely detection of unauthorized 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 over Financial Reporting
Because of the inherent limitations of internal financial controls over Financial reporting, 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 over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our knowledge and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2020, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

For AGARWAL SUSHIL KUMAR & CO.
CHARTERED ACCOUNTANTS
ICAI Firm Reg. Number: 323412E

SUSHIL KUMAR AGARWAL
Proprietor
Membership No. 058195
Siliguri: JULY, 20, 2020

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT

The Annexure referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' in our Independent Auditors' Report to the members of the Company on the Ind AS Standalone Financial Statements for the year ended March 31, 2020:

Statement on Matters specific ed in paragraphs 3 and 4 of the Companies (Auditor's Report) Order, 2016:

1. Fixed Assets:
 - a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - b) The Company has a program for physical verification of fixed assets at periodic intervals. The Company has conducted a physical verification of fixed assets during the year. In our opinion, the period of verification is reasonable having regard to the size of the Company and the nature of its assets. And no material discrepancies were noticed on such verification between the books of account and the physical fixed assets .
 - c) According to the information and explanations given to us and on the basis of the records of the Company examined by us, immovable properties are held in the name of the Company
2. The Management has conducted physical verification of inventory at reasonable intervals. The no material discrepancies noticed on physical verification
3. The Company has not granted any loan secured or unsecured, to companies, firms, limited liability partnerships or other parties which are listed in the register maintained under Section 189 of the Companies Act, 2013. Accordingly, the provisions of clause 3(iii)(a) to (c) of the order are not applicable to the company and hence not commented upon.
4. In our opinion and according to the information and explanations given to us, the Company has not advanced any loans to parties or granted securities covered under Section 185 and 186 of the Companies Act, 2013 in respect of loans , investments guarantees and security.
5. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from the public within the meaning of Sections 73 to 76, or any other relevant provisions of the Companies Act and the rules

framed there under. No order has been passed by the Company Law Board, or National Company Law Tribunal, or Reserve Bank of India, or any Court, or any other Tribunal.

6. As informed to us ,the maintenance of cost records has not been specified by the Central Government under sub-section (1) of Section 148 of the act, in respect of the activities carried on by the company
7. Statutory Dues:
 - a) According to the information and explanations given to us and on the basis of the records examined by us, the Company is regular in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income-tax, Cess and any other statutory dues with the appropriate authorities wherever applicable. We have been informed that there are no undisputed dues which have remained outstanding as at the last day of the financial year for a period of more than six months from the date they became payable.
 - b) According to the information and explanations given to us, there are no dues of Income-tax, Goods and Service Tax, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value added tax or Cess outstanding on account of any dispute.
8. According to the information and explanations given to us and based on the documents and records produced before us, there has been no default in repayment of dues to banks, financial institutions or debenture holders. There are no dues to Government.
9. The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) during the year and the term loans obtained by the Company were applied for the purpose for which the loans were obtained.
10. During the course of our examination of the books of account and records of the Company, to the best of our knowledge and belief and according to the information and explanations given to us by the Management, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.
11. According to the information and explanations given to us and based on our examination of the records of the Company, 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.
12. In our opinion and according to the information and explanations given to us, the

Company is not a Nidhi Company.

13. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with 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 financial statements as required by the applicable accounting standards.
14. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
15. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with Directors or persons connected with him.
16. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For AGARWAL SUSHIL KUMAR & CO.
CHARTERED ACCOUNTANTS
ICAI Firm Reg. Number: 323412E

SUSHIL KUMAR AGARWAL
Proprietor
Membership No. 058195
Siliguri: JULY, 20, 2020

BALANCE SHEET AS AT 31ST MARCH 2020

	NOTES NO.	As at 31st March 2020	As at 31st March 2019
I	EQUITY & LIABILITIES		
	1. SHAREHOLDERS FUND		
	a) Share Capital	61,975,500	61,975,500
	b) Reserves & Surplus	(2,049,745)	(1,871,033)
		<u>59,925,755</u>	<u>60,104,467</u>
	2. CURRENT LIABILITIES		
	a) Trade Payables	250,000	1,328,484
	b) Other Current Liabilities	698,181	484,819
		948,181	1,813,303
	TOTAL	<u>60,873,936</u>	<u>61,917,770</u>
II	ASSETS		
	1. NON CURRENT ASSETS		
	Property, Plant & Equipments		
	i) Tangible Assets	51,302,115	50,300,693
	c) Long Term Loans & Advances	8,182,609	8,321,609
		<u>59,484,724</u>	<u>58,622,302</u>
	2. CURRENT ASSETS		
	a) Inventories	0	36,850
	b) Trade Receivables	666,851	1,462,358
	c) Cash & Bank Balance	722,361	1,796,259
		1,389,212	3,295,467
	TOTAL	<u>60,873,936</u>	<u>61,917,770</u>

NOTES ON ACCOUNTS

1

In terms of our report of even date
For AGARWAL SUSHIL KUMAR & CO.
CHARTERED ACCOUNTANTS
ICAI Firm Reg. Number: 323412E

For & On behalf of the Board of Directors
S. L. Agarwalla
Chairman

Gopal Mitruka
Director

Sandeep Agarwal
Director

SUSHIL KUMAR AGARWAL
Proprietor
Membership No. 058195
Siliguri: JULY, 20, 2020



STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2020

	NOTES NO.	Year Ended 31.03.2020	Year Ended 31.03.2019
INCOME			
Revenue from Operations	11	1,500,000	17,188,726
		<u>1,500,000</u>	<u>17,188,726</u>
Other Income		0	0
TOTAL		<u>1,500,000</u>	<u>17,188,726</u>
EXPENSES			
Cost of Materials Consumed	12	36,850	4,843,894
Purchase of Traded products	13	0	3,097,384
Employee cost/benefit expenses	14	258,000	8,132,261
Depreciation and Amortisation	6	198,578	244,924
Other Expenses	15	1,186,224	2,151,624
TOTAL		<u>1,679,652</u>	<u>18,470,087</u>
Profit Before Extra ordinary items & Taxes		(179,652)	(1,281,361)
profit/(Loss) Before Taxes		<u>(179,652)</u>	<u>(1,281,361)</u>
Tax Expenses		(940)	6,050
profit/(Loss) After Taxes		(178,712)	(1,287,411)
Balance brought forward from last account		(1,871,034)	(583,622)
Balance Carried to Balance Sheet-Schedule-2		(2,049,746)	(1,871,033)
NOTES ON ACCOUNTS	1		

In terms of our report of even date
For AGARWAL SUSHIL KUMAR & CO.
CHARTERED ACCOUNTANTS
ICAI Firm Reg. Number: 323412E

For & On behalf of the Board of Directors
S. L. Agarwalla
Chairman

Gopal Mitruka
Director

Sandeep Agarwal
Director

SUSHIL KUMAR AGARWAL
Proprietor
Membership No. 058195
Siliguri: JULY, 20, 2020



CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2020

	31 March, 2020 Rs.	31 March, 2019 Rs.
A CASH FLOW FROM OPERATING ACTIVITIES :		
Net Profit/(Loss) before tax and extraordinary item but Considering interest on fixed deposits and unsecured loans	(179,651.50)	(1,281,361.34)
Adjustments for :		
Depreciation (Net)	198,578.00	244,924.00
Operating Profit before Working Capital Changes	(18,927)	(1,036,437.34)
Adjustments for :		
Trade and other receivables	934,507.50	1,247,521.00
Inventories	36,850.00	91,204.00
Trade payables	(1,078,483.78)	(2,240,808.00)
Other Current Liabilities	213,362.00	256,574.00
Cash generated from Operations	106,235.72	175,331.00
Direct Tax Paid	(940.00)	6050.00
Cash Flow before Extra-ordinary items	126,102.22	(867,156.34)
Extra-ordinary items Preliminary and Public Issue & Related expenses and others	0	0
Net Cash from Operating activities	126,102.22	(867,156.34)
B CASH FLOW FROM INVESTING ACTIVITIES :		
Purchase of Fixed Assets (Net)	(1,925,145.00)	(748,510.00)
Net Cash used in Investing activities	(1,925,145.00)	(748,510.00)
C CASH FLOW FROM FINANCING ACTIVITIES :		
Proceeds from Government subsidy	0	0
Proceeds from short term borrowings - Loan (Net)	0	0
Dividends Paid	0	0
Net Cash used in financing activities	0	0
Net increase in cash and cash equivalents	(1,799,042.78)	(1,615,666.34)
Cash and cash equivalents (Opening Balance)	17,96,259.00	3,79,082.00
Cash and cash equivalents (Closing Balance)	7,22,360.95	17,96,259.00
(Figures in Brackets represent out flow of funds)		
(Figures in Brackets represent out flow of funds)		

For & On behalf of the Board of Directors

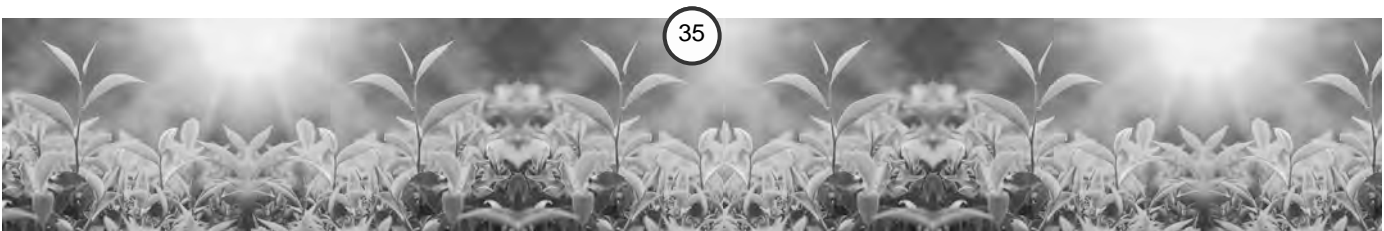
S. L. Agarwalla
Chairman

Gopal Mitruka
Director

Sandeep Agarwal
Director

Place : Siliguri

Dated : 20/07/2020



STATEMENT OF CHANGE IN EQUITY

A. Equity Share Capital

As at 01.04.2018	61,975,500
Change in equity share capital	0
As at 31.03.2019	61,975,500
Change in equity share capital	0
As at 31.03.2020	61,975,500

B Other Equity

Particulars	Reserve & Surplus
	Retained earnings
Balance as at 01.04.2018	(583,622)
Add:- Loss for the year 2018-19	(1,287,411)
Balance as at 31.03.2019	(1871,033)
Add:- Loss for the year 2019-20	(178,712)
Balance as at 31.03.2020	(2049,745)

Place : Siliguri
Dated : 20/07/2020

For & On behalf of the Board of Directors
S.L.AGARWALLA
Chairman

SANDEEP AGARWAL
Director

GOPAL MITRUKA
Director



NOTES ON ACCOUNTS

NOTE 1: GENERAL INFORMATION

Statement of Compliance

These financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under section 133 of the Companies Act, 2013. The financial statements have also been prepared in accordance with the relevant presentation requirements of the Companies Act, 2013.

Basis of Preparation

The financial statements are prepared in accordance with the historical cost convention, except for certain items that are measured at fair values, as explained in the accounting policies. The preparation of financial statements in conformity with Ind AS requires management to make judgements, estimates and assumptions that affect the application of the accounting policies and the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the year. Actual results could differ from those estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period; they are recognised in the period of the revision and future periods if the revision affects both current and future periods.

NOTE 2: SIGNIFICANT ACCOUNTING POLICIES

A) Property, Plant and Equipment

Property, Plant and Equipment (PPE) are stated at cost of acquisition, including any attributable cost for bringing the asset to its working condition for its intended use less accumulated depreciation and less accumulated impairment, if any. Cost includes expenses related to acquisition and installation of the concerned assets, borrowing cost during the construction period and excludes any duties/taxes recoverable. Advances paid towards the acquisition of PPE outstanding at each reporting date is classified as Capital Advances under Other Non-Current Assets".

Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use.

The estimated residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

Depreciation is provided, under the Straight Line Method basis so as to write off the original cost of the asset less its estimated residual value over the estimated useful life. The Management's estimate of useful lives is in accordance with Schedule II to the Companies Act, 2013.

B) Inventories

No Inventories are end of the year, however principally inventories were measured at cost value.

C) Cash and Cash Equivalents

Cash and Cash Equivalents in the Balance Sheet comprises cash on hand, bank balances and short term deposits with banks with an original maturity of three months or less which are readily convertible into cash and which are subject to insignificant risk of changes in value. For the purpose of the Statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

D) Revenue recognition

Revenue from receipt of lease rent as a fixed price considered at receivable basis, Revenue is measured at the fair value of the consideration received or receivable.

E) Employee benefits

Short-term Employee benefits:

All employee benefits payable wholly within twelve months of rendering the service are classified as short term employee benefits. Benefits such as salaries, wages, performance incentives, etc., are recognized as an expense at the undiscounted amount in the Statement of Profit and Loss of the year in which the employee renders the related service. A liability is recognised for the amount expected to be paid if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

Post-Employment Benefits:

(a) Defined Contribution Plans

Payments made to a defined contribution plan such as Provident Fund and Superannuation scheme are not charged as an expense in the Statement of Profit and Loss as these expenses was met by leasee.

(b) Defined Benefit Plans

The Company's net obligation in respect of long-term employee benefits is the amount of future benefit that employees have earned in return for their service in the current and prior periods. That benefit is discounted to determine its present value. Re-measurements are recognized in Statement of Profit and Loss in the period in which they arise.

F) Taxes on Income

Income tax expense comprises of tax paid on last year's income and are recognised in the Statement of Profit and Loss. Current taxes are not measured, in view of losses of the company in current year.

Deferred tax

The company has unabsorbed depreciation & carried forward losses available for set off under the income tax act, 1961. However, in view of present uncertainty regarding generation of sufficient future taxable income, Net Deferred tax at the year end including related undeferred tax for the year has not been recognised in the account on prudent basis.

G) Segment Reporting

The Company is considered to be a single segment company— leasing of garden for plucking of green leaves As per Ind AS-108'

The Company has adopted Indian Accounting Standards (Ind AS) as notified by the Ministry of Corporate Affairs with effect from April 1, 2017, with a transition date of April 1, 2016. These financial statements for the year ended March 31, 2018 are the first financial statements the Company has prepared under Ind AS. For all periods up to and including the year ended March 31, 2017, the Company prepared its financial statements in accordance with the accounting standards notified under the section 133 of the Companies Act 2013, read together with the relevant rules thereunder

H. Some balances of trade and other receivables, trade and other payables are subject to confirmation / adjustments, if any, will be accounted for on confirmation of the same, which will not have a material impact

I. There are no overdue amounts to Micro, Small and Medium Enterprises as at March 31, 2020 for which disclosure requirements under Micro, Small and Medium Enterprises Development Act, 2006 are applicable.

J. Approval Of Financial Statements

The Financial Statements were approved for issue by the Board of Directors on July 20, 2020.



- K. Related Party Disclosures:** There are no transactions between related party
- L. Directors remuneration : Rs NIL (Previous year NIL)
- M. Quantities information of goods manufactured and goods manufactured and Traded as taken value and certified by the directors are as follows.

a) Licensed and Installed Capacities & Actual Production:(As certified by the Directors)

Class of goods	Unit	Licensed Capacity	Installed Capacity	Actual Production
Green Leaf	Kg	Not Applicable (Not Applicable)	Not Applicable (Not Applicable)	NIL (752775 kgs.)

b) Manufactured and other items details - Stock, Purchase, Consumption & Sales:

Class of goods Particulars	Unit	Opening Stock		Purchase		Sale		Consumption		Closing Stock	
	Qty.	Qty.	Rs.	Qty.	Rs.	Sale	Rs.	Qty.	Rs.	Qty.	Rs.
Green Leaf	Kg.	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Kg.	Nil	Nil	(172288)	(925063)	(3097384)	(17188726)				

- c) Store & consumable consumed Rs. Nil (Precious year Rs. 48,23,894/-)
- N) There was no Foreign Currency transaction during the year.
- O) Unexecuted Capital Commitments could not be ascertained (Previous year-same).
- P) Interim Financial Reporting
The company has elected to publish quarterly financial results which were subject to limited review by the statutory auditors.



2.SHARE HOLDERS FUND

A) capital structure

	Particulars	As at 31st March, 2020		As at 31st March, 2019	
		No. of Shares	Rs.	No. of Shares	Rs.
a	Authorised: Equity shares of Rs10 each	6,500,000	65,000,000	6,500,000	65,000,000
b	Issued Equity shares of Rs10 each	6,330,000	63,300,000	6,330,000	63,300,000
c	Subscribe and Fully paid up Equity shares of Rs10 each	6,153,400	61,534,000	6,153,400	61,534,000
d	Subscribe but not fully paid up	176,600 6,330,000	441,500 61,975,500	176,600 6,330,000	441,500 61,975,500

B) Share Capital Reconciliation

	As at 31st March, 2020		As at 31st March, 2019	
	No. of Shares	Rs.	No. of Shares	Rs.
Opening Balance	6,330,000	63,300,000	6,330,000	63,300,000
Closing Balance	6,330,000	63,300,000	6,330,000	63,300,000

- C)** The company has one class of equity shares having par value of Rs.10/- per shares. each holder of an equity share is entitle to one vote per share In the event of liquidation of the Company, the holders of equity shares will be entitled to received remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of shares held by the equity share holders

D) Particulars of Equity Shareholders holding more than 5% Shares at Balance Sheet date

Name of Shareholders	As at 31st March, 2020	As at 31st March, 2019
Shareholding more than 5%	Nil	Nil

3. RESERVES AND SURPLUS

Surplus /(Deficit)in the Statement of Profit and Loss

Particulars	As at 31st March 2020	As at 31st March 2019
As per last Account	(1,871,033)	(583,622)
Add:Profit/(Loss) for the year	(178,712)	(1,287,411)
Closing Balance	(2,049,745)	(1,871,033)

4. TRADE PAYABLES

Goods & Services	250,000	1,328,484
	250,000	1,328,484

5. OTHER CURRENT LIABILITIES

i) Provident Fund	0	78,066
ii) For Expenses	698,181	406,753
	698,181	484,819

6. PROPERTY ,PLANT & MACHINERY

DESCRIPTION OF ASSETS	ORIGINAL COST				DEPRECIATION PROVISION			WRITTEN DOWN VALUE	
	AS AT 01.04.2019	Addition during the year	Adjustment/ transfer Sale	Total as at 31.03.2020	UO TO 31.03.2019	For the period	UP TO 31.03.2020	As at 31.03.2020	As at 31.03.2019
Tangible Assets									
Land & Land Development									
Plantation Land	6,631,829	0	0	6,631,829	Nil	Nil	Nil	6,631,829	6,631,829
Tea Plantation	40,370,684	725,145	0	41,095,829	Nil	Nil	Nil	41,095,829	40,370,684
Roads,bridges & culverts	1,785,956	0	0	1,785,956	1,334,870	45,772	1,380,642	405,311	451,086
Garden Office Building	2,054,381	0	0	2,054,381	285,720	86,134	371,854	1,682,527	1,768,661
Leaf Unloading Shed	0	1,200,000	0	1,200,000	0	9,686	9,686	1,190,314	0
Tea plants	725,145	0	725,145	0	0	0	0	0	725,145
Plant & Machinery									
a)Irrigation equipment	1,559,642	0	Nil	1,559,642	1,452,383	33,551	1,485,934	73,707	107,259
b) Plantation Machinery	758,182	0	Nil	758,182	707,910	5,694	713,604	44,576	50,271
Furniture & fitting	317,381	0	0	317,381	294,338	0	294,338	23,044	23,043
Office Equipments	240,442	0	0	240,442	189,209	15,123	204,332	36,109	51,233
Vehicles	1,735,652	0	0	1,735,652	1,625,509	2,618	1,628,127	107,526	110,143
Computer & accessories	207,366	0	0	207,366	196,026	0	196,026	11,343	11,343
TOTAL	56,386,659	1,925,145	725,145	57,586,659	6,085,965	198,578	6,284,543	51,302,115	50,300,696
previous year	55,638,149	748,510	0	56,386,659	5,841,042	244,924	6,085,966	50,300,696	49,797,107

	As at 31st March 2020	As at 31st March 2019
7. LONG TERM LOANS & ADVANCES		
a) Capital Advance		
Unsecured, Considered good	6,438,355	6,438,355
b) Security Deposits		
Unsecured, Considered good	451,171	451,171
c) Other Advances & Receivable:		
Unsecured, Considered good		
Rebate receivable on electricity (cess)	175,200	175,200
Agricultural Income tax	30,883	30,883
For Exp.	837,000	1,126,000
Income Tax refundable	100,000	100,000
TDS	150,000	0
	8,182,609	8,321,609
8. INVENTORIES		
Stores & Consumables	0	36,850
	0	36,850
9. TRADE RECEIVABLES		
Debts outstanding for a period exceeding six months		
from the date they are due		
Unsecured Doubtful	601,000	601,000
	601,000	601,000
Other Debts		
Unsecured	65,851	861,358
	65,851	861,358
	666,851	1,462,358
10. CASH & BANK BALANCE		
Cash and Cash equivalents		
Cash On Hand	673,524	941,828
Balance With Banks		
Current Accounts	48,837	854,531
	722,361	1,796,259



	As at 31st March, 2020	As at 31st March, 2019
11 REVENUE FROM OPERATIONS		
(A) Sales of Products	0	17,188,726
(B) rent received	1,500,000	
	<u>1,500,000</u>	<u>17,188,726</u>
12 COST OF MATERIALS CONSUMED		
Opening Stock of Stores	36,850	948,895
Add: Purchase	0	3,931,849
	<u>36,850</u>	<u>4,880,744</u>
Less: Closing Stock of stores	0	36,850
Consumption of Stores	<u>36,850</u>	<u>4,843,894</u>
13 PURCHASE OF TRADED PRODUCTS		
Green Leaf Purchase	0	3,097,384
	<u>0</u>	<u>3,097,384</u>
14 EMPLOYEE COSTS/ BENEFIT EXPENSES		
Salaries, Wages & Bonus	258,000	7,640,715
Contribution to Provident Fund & Other Funds	0	491,546
	<u>258,000</u>	<u>8,132,261</u>
15 OTHER EXPENSES		
Irrigation & garden exp.	0	381,602
Auditors Remuneration		
a) Audit Fees	19,000	19,000
b) Tax audit fees	10,000	10,000
Bank Charges	38,123	522
AGM EXP.	48,500	45,250
Discount Allowed	0	18,905
Carriage Outward Expenses	0	349,561
Membership Fee & subscription	361,000	306,900
Electricity	0	95,000
Donation	0	60,000
Printing & Stationery	222,610	188,074
Legal exp.	128,660	206,917
Postage & Telegram	105,714	105,714
Office Expenses	131,318	59,371
Rent	24,000	24,000
Repairs & Maintenance	0	13,500
Insurance	0	2,317
Professional tax	2,500	0
Travelling Expenses	91,149	259,881
Telephone Exp.	3,650	5,110
	<u>1,186,224</u>	<u>2,151,624</u>



ATTENDANCE SLIP

BANSISONS TEA INDUSTRIES LIMITED

CIN: L15520WB1987PLC043082

Registered office: 264 M G Road,
Siliguri-734005, West Bengal

Phone No. 0353-2501808,

Website: www.bansisonstea.in; E-mail: bansisonstea@gmail.com

(Please fill the attendance slip and hand it over at the entrance of meeting venue. Joint shareholders may obtain additional attendance slip on request.)

Ref. Folio

DP ID* _____

No. of shares held

Client ID _____

I hereby record my presence at the 33rd Annual General Meeting of the Company held on Thursday, 24th September, 2020 at 11.00 A.M at Fatapukur tea estate Garden office Vill Patagarah Po. Fatapukur Dist. Jalpaiguri.

Name of the Shareholder (In Block Letters):

Signature of Shareholder :

Name of Proxy (In Block Letters) :

Signature of Proxy :



BANSISONS TEA INDUSTRIES LIMITED

CIN: L15520WB1987PLC043082

Registered office: 264 M G Road,

Siliguri-734005, West Bengal

Phone No. 0353-2501808,

Website: www.bansisonstea.in; E-mail: bansisonstea@gmail.com

[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21 (1) (c) of the Companies (Management and Administrative Rules, 2014]

BALLOT FORM

- (1) Name and Registered Address of the Sole / First named Shareholder :
- (2) Name(s) of the Joint Holder(s) (if any) :
- (3) Registered Folio No./ DP ID No. and Client ID No.* (*Applicable to investors holding shares in dematerialized form)
- (4) Number of Share(s) held:
- (5) E-voting Event Number(EVEN) :
- (6) Used ID :
- (7) Password :
- (8) I/We hereby exercise my/our vote(s) in respect of the Resolutions set out in the Notice dated 22nd August, 2020 of Bansisons Tea Industries Limited, by sending my/our assent or dissent to the said Resolutions by placing the tick() mark at the appropriate box below :

Reso. No.	Description	For*	Against*
1	Adoption of the Audited Financial Statements of the Company for the financial year ended 31st March, 2020 and the Reports of the Board of Directors and Auditors thereon.		
2	To appoint a Director in place of Samarlal Agarwalal, who retires by rotation and being eligible offers himself for re-appointment.		

Place : Siliguri

Signature

Date : 22/08/2020

INSTRUCTIONS

- A. This Ballot Form is provided for the Members who do not have access to e-voting facility.
- B. A Member can opt for only one mode of voting, i.e., either through e-voting or by Ballot. If a Member casts votes by both modes, then voting one through e-voting shall prevail and Ballot shall be treated as invalid.
- C. For detailed instructions on e-voting, please refer to the notes appended to the Notice of the Annual General Meeting.



- D. The scrutinizer will collate the votes downloaded from the e-voting system and votes received through post to declare the final result for each of the resolutions forming part of the Notice of the Annual General Meeting.

Process and manner for Members opting to vote using the Ballot Form:

1. Please complete and sign the Ballot Form (no other form or photo copy thereof is permitted) and send so as to reach the scrutinizer Monalisa Datta, Practicing Company Secretary appointed by the board of Directors of M/s Bansisons Tea Industries Limited, 264 M G Road, Siliguri-734005, West Bengal
2. The Form should be signed by the Members as per the specimen signature registered with the Company/ Depositories. In case of joint holding, the Form should be completed and signed by the first named Member and in his/her absence, by the next named joint holder. A Power of Attorney (130A) holder may vote on behalf of a Member, mentioning the registration number of the POA registered with the Company or enclosing an attested copy of the POA. Exercise of vote by Ballot is not permitted by a proxy.
3. In case the shares are held by companies, trusts, societies, etc. the duly completed Ballot Form should be accompanied by a certified true copy of the relevant Board Resolution/Authorization.
4. Votes should be cast in case of each resolution, either in favour or against by putting the tick (I) mark in the column provided in the Ballot.
5. The voting rights of shareholders shall be in proportion of the shares held by them in the paid-up equity share capital of the Company and as per the Register of Members of the Company.
6. Duly completed Ballot Form should reach the Scrutinizer not later than the close of working hours (5.00 p.m. IST) on 23rd September, 2020. Ballot Forms received after that date will be strictly treated as if reply from such member has not been received.
7. A member may request for a duplicate. Ballot Form, if so required. However, duly filled in and signed duplicate form should reach the Scrutinizer not later than the date and time specified in serial no. 6 above.
8. Unsigned, incomplete, improperly or incorrectly tick marked Ballot forms will be rejected. A Form will also be rejected if it is received torn, defaced or mutilated to an extent which makes it difficult for the Scrutinizer to identify either the Member or as to whether the votes are in favour or against or if the signature cannot be verified.
9. The decision of the Scrutinizers on the validity of the Ballot Form and any other related matter shall be final.
10. The results declared along with Scrutinizers Report shall be placed on the Central Depositories Securities Limited within two days of the passing of the Resolutions at the AGM of the Company and communicated to Bombay Stock Exchange Limited, wherever the shares of the company are listed.

BANSISONS TEA INDUSTRIES LIMITED

CIN: L15520WB1987PLC043082
 Registered office: 264 M G Road,
 Siliguri-734005, West Bengal
 Phone No. 0353-2501808,

Website: www.bansisonstea.in;E-mail: bansisonstea@gmail.com

**Form No. MGT- 11
 Proxy form**

[Pursuant to section 105(6) of the Companies Act,2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the member (s) :
Registered address:.....
E-mail ID:.....Folio No./ D.P. ID. and Client ID**.....

I/We, being a member (s) of _____ Shares of Bansisons Tea Industries Limited, hereby appoint:

1 Name: _____
 Address: _____
 E-mail Id: _____
 Signature: _____, or failing him

2 Name: _____
 Address: _____
 E-mail Id: _____
 Signature: _____, or failing him

3 Name: _____
 Address: _____
 E-mail Id: _____
 Signature: _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **33rd Annual General Meeting** of the Company, to be held on **24th day of September, 2020, at Fatapukur tea estate Garden office VIII Patagarah Po. Fatapukur Dist. Jalpaiguri** and at any adjournment thereof in respect of such resolutions as are indicated below:

Reso. No.	Description	For*	Against*
1	Adoption of the Audited Financial Statements of the Company for the financial year ended 31st March, 2020 and the Reports of the Board of Directors and Auditors thereon.		
2	To appoint a Director in place of Samarlal Agarwalla, who retires by rotation and being eligible offers himself for re-appointment.		

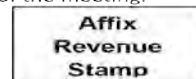
Signed this _____ day of _____, 2020

Notes: 1. Proxy need not be a member.

2. Proxy form, complete in all respects, should reach the Company's Registered Office 264 M G Road, Siliguri /34005, West Bengal not less than 48 hours before the scheduled time of the meeting.

** Applicable only in case of investors holding shares in Electronic form.

* Please tick anyone



Signature of Shareholder



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If undelivered please return to :
BANSISONS TEA INDUSTRIES LIMITED
264, M.G. Road
Siliguri (West Bengal)
Pin - 734005