KHANDELWAL RAY & CO. CHARTERED ACCOUNTANTS

Review Report on the Unaudited Standalone Financial Results for the Quarter and Nine Months ended 31st December, 2023

To

The Board of Directors Rossell India Limited Jindal Towers, Block 'B', 4th Floor, 21/1A/3, Darga Road, Kolkata – 700 017

Dear Sirs,

- We have reviewed the accompanying statement of Unaudited Standalone Financial Results of ROSSELL INDIA LIMITED (the Company) for the Quarter and Nine Months ended 31st December, 2023 (the "Statement") attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended).
- 2. The preparation of the Statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, Interim Financial Reporting (Ind AS 34) prescribed under Section 133 of the Companies Act, 2013 read with Rule 3 of Companies (Indian Accounting Standards) Rules, 2015 is the responsibility of the Company's management and has been approved by the Board of Directors of the Company. Our responsibility is to issue a report on the Statement based on our review.
- 3. We conducted our review in accordance with the Standard on Review Engagements (SRE) 2410 "Review of interim financial information performed by the independent Auditors of the entity" issued by the Institute of Chartered Accountants of India. This Standard requires that we plan and perform the Review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
- 4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement, prepared in accordance with the recognition and measurement principles laid down in the applicable Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013, read with relevant rules issued thereunder and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) regulations, 2015, including the manner in which it is to be disclosed, or that it contains any material misstatement.



For Khandelwal Ray & Co., Chartered Accountants (Registration No.302035E)

Pinaki Sarkar Partner Membership No. 051449 UDIN: 24051449BKGZZV5038

Place : Kolkata Date : 5th February, 2024

ROSSELL INDIA LIMITED

Regd. Office: Jindal Towers, Block 'B', 4th Floor, 21/1A/3, Darga Road, Kolkata-700 017 CIN: L01132WB1994PLC063513 Website: www.rossellindia.com E-mail: rossell@rossellindia.com UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31ST DECEMBER, 2023 223

	Particulars	Standalone							
SI.			Quarter Ended			ns Ended	Year Ended		
No.		31.12.2023	30.09.2023	31.12.2022	31.12.2023	31.12.2022	31.03.2023		
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)		
1.	Revenue from Operations		1.						
	(a) Gross Revenue from sale of products and services	10,982	11,750	9,664	29,516	28,353	34,866		
	(b) Other Operating Income	90	33	62	362	254	492		
	Total Revenue from Operation (a)+(b)	11,072	11,783	9,726	29,878	28,607	35,358		
2.	Other Income	155	131	68	380	252	395		
3.	Total Income (1+2)	11,227	11,914	9,794	30,258	28,859	35,753		
4.	Expenses								
	a) Cost of materials consumed	3,753	3,355	1,941	8,569	6,590	8,709		
	b) Consumption of Green Leaf (Note 2)	236	268	151	625	607	620		
	c) Changes in inventories of finished goods,		1777 1977						
	work-in-progress and Stock-in-trade	896	(1,233)	1,923	(918)	(1,397)	184		
	d) Employee Benefits Expense	3,594	3,919	3,334	11,085	10,390	13,153		
	e) Consumption of Stores and Spares	171	386	164	843	803	942		
	f) Power and Fuel	333	481	397	1,175	1,369	1,555		
	g) Finance Cost	349	383	271	1,076	936	1,178		
	h) Depreciation and Amortization Expenses	343	352	336	1,049	1,025	1,373		
	i) Other expenses	1,291	1,118	1,239	3,460	3,745	4,937		
	Total Expenses	10,966	9,029	9,756	26,964	24,068	32,651		
5.	Profit before Exceptional Items and Tax (3-4)	261	2,885	38	3,294	4,791	3,102		
6.	Exceptional Items - Demerger Expenses (Note 8)	6	18	00	24	-	6		
7.	Profit for the Period before Tax (5-6)	255	2,867	38	3,270	4,791	3,096		
8.	Tax Expenses	200	2,007	50	0,210	.,	-,		
	'- Current Tax	68	425	5	509	608	300		
	'- Deferred Tax (Note 4)		420	-	-	-	59		
9.	Profit for the Period (7-8)	187	2,442	33	2,761	4,183	2,737		



(Rs. in lakhs)

1.11	Particulars	Standalone							
SI.		Quarter Ended			Nine Months Ended		Year Ended		
No.		31.12.2023	30.09.2023	31.12.2022	31.12.2023	31.12.2022	31.03.2023		
10.		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)		
10.	Other Comprehensive Income				1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1				
	i) (a) Items that will not be reclassified to Profit or Loss	(32)	(38)	(45)	(110)	(136)	(144)		
	(b) Income Tax relating to Items that will not be reclassified								
	to Profit or Loss	5	7	5	16	16	11		
	ii) (a) Items that will be reclassified to Profit or Loss					-			
	(b) Income Tax relating to items that will be reclassified				A				
	to Profit or Loss		200100000	60 (A) 13 (A)		- 1. S. M. S. M			
11.	Total Comprehensive Income (9+10)	160	2,411	(7)	2,667	4,063	2,604		
12.	Paid up Equity Share Capital (Ordinary Share of Rs.2 each)	754	754	754	754	754	754		
13.	Reserves (Excluding Revaluation Reserve)						27,913		
13.	Earnings per Shares (Rs.)								
	- Basic	0.50	6.48	0.09	7.32	11.38	7.40		
	- Diluted	0.50	6.48	0.09	7.32	11.19	7.31		



UNAUDITED SEGMENT WISE REVENUE, RESULTS & CAPITAL EMPLOYED

(Rs. in lakhs)

		Standalone					
SI.	Particulars	Quarter Ended			Nine Mont	hs Ended	Year Ended
No.	ratuculars	31.12.2023	30.09.2023	31.12.2022	31.12.2023	31.12.2022	31.03.2023
1		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
	Segment Revenue						
	A. Cultivation, Manufacture and Sale of Tea	5,286	5,793	5,513	13,848	15,216	16,722
	B. Aviation Products and services	5,786	5,990	4,213	16,030	13,391	18,636
	Total	11,072	11,783	9,726	29,878	28,607	35,358
	Less: Inter Segment Revenue	-	1.		-	-	-
	Total Revenue from Operations	11,072	11,783	9,726	29,878	28,607	35,358
	Segment Results		Section 1	A			
	A. Cultivation, Manufacture and Sale of Tea	151	2,301	143	2,595	4,686	2,569
	B. Aviation Products and services	535	1,028	285	2,053	1,454	2,267
	Total	686	3,329	428	4,648	6,140	4,836
	Less: i. Interest	349	383	271	1,076	936	1,178
	ii. Other un-allocable expenditure net of un-						
	allocable income	82	79	119	302	413	562
	Profit (Loss) from Ordinary Activities Before Tax	255	2,867	38	3,270	4,791	3,096
	Segment Assets			Section 1		Service and	
	A. Cultivation, Manufacture and Sale of Tea	16,885	19,592	16,996	16,885	16,996	15,761
	B. Aviation Products and services	33,656	33,317	28,200	33,656	28,200	30,734
	C. Unallocated	5,912	5,947	4,407	5,912	4,407	4,891
	Total	56,453	58,856	49,603	56,453	49,603	51,386
	Segment Liabilities	Selection (Party)	AND MORE	1 THE STREET	Star Incold		
	A. Cultivation, Manufacture and Sale of Tea	3,893	6,657	3,062	3,893	3,062	3,662
	B. Aviation Products and services	20,523	20,468	15,787	20,523	15,787	18,763
	C. Unallocated	853	708	628	853	628	294
	Total	25,269	27,833	19,477	25,269	19,477	22,719



Notes :

 These Financial Results of the Company have been prepared in accordance with the Indian Accounting Standards (Ind AS) as notified under Section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules, 2015, as amended and other accounting principles generally accepted in India, and is in compliance with the presentation and disclosure requirements of the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended including relevant circulars issued by the SEBI from time to time

2.

Consumption of green leaf represents cost of green leaf purchased from other growers as well the net difference in value of Opening and Closing stock of Green Leaves.

- 3. Cultivation, Manufacture and Sale of Tea being seasonal in nature, the above results are not indicative of the results for the full year.
- 4. No adjustment has been made in respect of Deferred Taxation as per Ind AS 12- Income Taxes, as the same would be provided at year end.
- 5. The above results, have been subjected to Limited Review by the Auditors. These have been duly reviewed by the Audit Committee thereafter at its Meeting held on 5th February, 2024 and were approved at the Meeting of the Board of Directors of the Company held immediately thereafter.
- 6. Previous period's figures have been regrouped/ rearranged, to the extent necessary, to confirm to current period's classification. There are no Extraordinary Items.
- 7. The Board of Directors at their Meeting held on 12th July, 2022 approved the Scheme of Amalgamation between BMG Enterprises Limited ("the Transferor Company") and Rossell India Limited ("the Transferee Company") and their respective shareholders under the provisions of Sections 230 to 232 read with Section 66 and other applicable provisions of the Companies Act, 2013 ('the Scheme'). The Appointed Date set out in the Scheme is 1st July, 2022 or such other date as the Hon'ble National Company Law Tribunal ("NCLT") or any other competent authority may approve. After receiving the No Objection/ Observation Letters for the Scheme from the Stock Exchanges as well as the approval from the Shareholders and Creditors, the petition for approval of the Scheme was moved before NCLT, which is pending for final hearing. The Company has not incurred any expenses for this Scheme as all the expenses in this regard are being borne by the Transferor Company, in terms of the said Scheme.
- 8. The Board of Directors of the Company at their Meeting held on 16th December, 2022 approved another Scheme of Arrangement between Rossell India Limited ("the Demerged Company") and Rossell Techsys Limited ("the Resulting Company") and their respective shareholders under the provisions of Sections 230 to 232 read with Section 66 and other applicable provisions of the Companies Act, 2013 involving demerger of Rossell Techsys Division from the Demerged Company into the Resulting Company. The Appointed Date set out in the Scheme is 1st April, 2023 or such other date as the Hon'ble National Company Law Tribunal ("NCLT") or any other competent authority may approve. After receiving the No Objection/ Observation Letters for the Scheme from the Stock Exchanges as well as the approval from the Shareholders and Creditors, the petition for approval of the Scheme was moved before NCLT, which is pending for final hearing. In the meantime, the 50% of the expenses for Demeger aggregating to Rs.24 lakhs during the 9 month and Rs.6 lakhs for the quarter ended 31st December, 2023 have been classified as Exceptional Items as above.

ROSSELL INDIA LIMITED

N K Khurana Wholetime Director DIN: 00123297

Place : Delhi Date : 5th February, 2024



KHANDELWAL RAY & CO. CHARTERED ACCOUNTANTS

15/15, SARSOONA BANERJEE PARA ROAD SARSOONA, KOLKATA - 700 061 Phone : 2243-8018 E-mail : khand.ray@hotmail.com

Review Report on the Unaudited Consolidated Financial Results for the Quarter and Nine Months ended 31st December, 2023

То

The Board of Directors Rossell India Limited Jindal Towers, Block 'B', 4th Floor, 21/1A/3, Darga Road, Kolkata – 700 017

Dear Sirs,

- 1. We have reviewed the accompanying Statement of Unaudited Consolidated Financial Results of Rossell India Limited ("the Holding Company") and its subsidiaries, Rossell Techsys Inc., USA and Rossell Techsys Limited (the Holding Company and its subsidiaries together referred to as "the Group") for the Quarter and Nine Months ended 31st December, 2023, attached herewith, being submitted by the Holding Company pursuant to the requirements of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations"). The Unaudited Financial Results of the Subsidiary Companies are as certified by the Management of that Company.
- 2. This Statement, which is the responsibility of the Holding Company's Management and approved by the Holding Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
- 3. We conducted our review of the financial statements in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the Circular No. CIR/CFD/CMD1/44/2019 dated 29th March, 2019 issued by the Securities and Exchange Board of India under Regulation 33(8) of the Listing Regulations, to the extent applicable.

 The Statement includes the results of the Subsidiaries, Rossell Techsys Inc., USA and Rossell Techsys Limited.



KHANDELWAL RAY & CO. CHARTERED ACCOUNTANTS

- 5. Based on our review conducted and procedures performed as stated as paragraph 3 above, nothing attention has come to our that causes us to believe that the accompanying statement, prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013, as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.
- 6. The accompanying Statement includes the unaudited interim financial results and other financial information, which has been furnished to us by the management in respect of subsidiaries, whose unaudited interim financial results include total assets of Rs.213.21 Lakhs as at 31st December, 2023, total revenue of Rs.270.79 Lakhs and Rs.838.85 Lakhs, total net profit after tax of Rs. 9.08 Lakhs and total net profit after tax of Rs.1.29 Lakhs, total comprehensive income of Rs. 9.15 Lakhs and total comprehensive income of Rs.4.43 Lakhs for the Quarter ended 31st December, 2023 and the period ended on that date respectively, as considered in the Statement. The interim financial results of these entities have been furnished to us by the Management and included in the above statement.

Our conclusion on the Statement in respect of matters stated in paragraph 6 above is not modified with respect to our reliance on financial information results submitted by the management.



For Khandelwal Ray & Co., Chartered Accountants (Registration No.302035E)

Pinaki Sarkar Partner Membership No. 051449 UDIN: 24051449BKGZZW6556

Place : Kolkata Date : 5th February, 2024

ROSSELL INDIA LIMITED

Regd. Office: Jindal Towers, Block 'B' , 4th Floor, 21/1A/3, Darga Road, Kolkata-700 017 CIN: L01132WB1994PLC063513 Website: www.rossellindia.com E-mail: rossell@rossellindia.com UNAUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31ST DECEMBER, 2023

		dated					
SI.	Particulare		Quarter Ended			Nine months ended	
No.		31.12.2023	30.09.2023	31.12.2022	31.12.2023	31.12.2022	31.03.2023
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
	Revenue from Operations				State of the second		
	(a) Gross Revenue from sale of products and services	10,980	11,762	9,664	29,526	28,355	34,868
	(b) Other Operating Income	91	35	62	365	254	492
	Total Revenue from Operation (a)+(b)	11,071	11,797	9,726	29,891	28,609	35,360
2.	Other Income	155	130	68	380	252	397
3.	Total Income (1+2)	11,226	11,927	9,794	30,271	28,861	35,757
4.	Expenses			and the second second		S. S. A. S. Sand	
	a) Cost of materials consumed	3,749	3,365	1,942	8,577	6,591	8,722
	b) Consumption of Green Leaf (Note 2)	236	268	151	625	607	620
	c) Changes in inventories of finished goods,						
	work-in-progress and Stock-in-trade	896	(1,233)	1,923	(918)	(1,397)	184
	d) Employee Benefits Expense	3,727	4,011	3,505	11,421	10,871	13,892
	e) Consumption of Stores and Spares	172	387	164	845	803	944
	f) Power and Fuel	334	482	397	1,178	1,371	1,558
	g) Finance Cost	349	383	271	1,076	936	1,178
	h) Depreciation and Amortisation Expenses	343	352	336	1,049	1,025	1,373
	i) Other expenses	1,144	1,014	1,075	3,099	3,239	4,150
	Total Expenses	10,950	9,029	9,764	26,952	24,046	32,621
5.	Profit before Exceptional Items and Tax (3-4)	276	2,898	30	3,319	4,815	3,136
5.	Exceptional Items - Demerger Expenses (Note 8)	12	36		48		12
	Profit for the Period before Tax (5-6)	264	2,862	30	3,271	4,815	3,124
3.	Tax Expenses						
	- Current Tax	68	425	5	509	608	300
	- Deferred Tax		4	1			59
).	Profit for the Period (7-8)	196	2,437	25	2,762	4,207	2,765



	Darticulare	Consolidated							
SI.			Quarter Ended			Nine months ended			
No.		. 31.12.2023	30.09.2023	31.12.2022	31.12.2023	31.12.2022	31.03.2023		
1		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)		
10.	Other Comprehensive Income				A CONTRACTOR				
	i) (a) Items that will not be reclassified to Profit or Loss	(32)	(38)	(45)	(110)	(136)	(144		
	(b) Income Tax relating to Items that will not be reclassified			and the second					
	to Profit or Loss	5	7	5	16	16	11		
	ii) (a) Items that will be reclassified to Profit or Loss		2		3	2	(12		
	(b) Income Tax relating to items that will be reclassified to Profit or Loss					1.			
11.							The state of the state		
	Total Comprehensive Income (9+10)	169	2,408	(15)	2,671	4,089	2,620		
12.	Profit for the Period Attributable to:			1					
	Owners of the Parent	196	2,437	25	2,762	4,207	2,765		
	Non Controlling Interests				-				
13.	Other Comprehensive Income for the Period Attributable to:								
	Owners of the Parent	(27)	(29)	(40)	(91)	(118)	(145		
	Non Controlling Interests		-	-	- 1	- 1	-		
14.	Total Comprehensive Income for the Period Attributable to:								
	Owners of the Parent	169	2,408	(15)	2,671	4,089	2,620		
	Non Controlling Interests	105	2,400	(10)	2,0/1	4,000	2,020		
15.	Paid up Equity Share Capital (Ordinary Share of Rs.2 each)	754	754	754	754	754	754		
16.	Reserves (excluding Revaluation Reserve)	154	154	154	154	104	27,952		
17.	Earnings per Shares (Rs.)		had a set the						
	- Basic	0.52	6.46	0.07	7.33	11.45	7.48		
	- Diluted	0.52	6.46	0.07	7.33	11.25	7.38		



		Consolidated						
SI.	Particulare	Quarter Ended			Nine months ended		Year Ended	
No.		31.12.2023	30.09.2023	31.12.2022	31.12.2023	31.12.2022	31.03.2023	
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)	
١.	Segment Revenue						And the second second	
	A. Cultivation, Manufacture and Sale of Tea	5,286	5,794	5,513	13,848	15,216	16,722	
	B. Aviation Products and services	5,785	6,003	4,213	16,043	13,393	18,638	
	Total	11,071	11,797	9,726	29,891	28,609	35,360	
	Less: Inter Segment Revenue		-	-		-		
	Total Revenue from Operations	11,071	11,797	9,726	29,891	28,609	35,360	
2.	Segment Results			22. 1. 2 3 Cal				
	A. Cultivation, Manufacture and Sale of Tea	151	2,301	143	2,595	4,686	2,569	
	B. Aviation Products and services	544	1,023	277	2,054	1,478	2,295	
	Total	695	3,324	420	4,649	6,164	4,864	
	Less: i. Interest	349	383	271	1,076	936	1,178	
	ii. Other un-allocable expenditure net of un-			No. of the second se	Sec. 1. 1. 1.			
	allocable income	82	79	119	302	413	562	
	Profit / (Loss) from Ordinary Activities Before Tax	264	2,862	30	3,271	4,815	3,124	
3.	Segment Assets				and the second			
	A. Cultivation, Manufacture and Sale of Tea	16,885	19,592	16,981	16,885	16,981	15,761	
	B. Aviation Products and services	33,734	33,345	28,218	33,734	28,218	30,721	
	C. Unallocated	5,912	5,947	4,406	5,912	4,406	4,890	
	Total	56,531	58,884	49,605	56,531	49,605	51,372	
	Segment Liabilities	1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-	Sector Physics	A CONTRACTOR	A STATISTICS			
	A. Cultivation, Manufacture and Sale of Tea	3,893	6,657	3,062	3,893	3,062	3,662	
	B. Aviation Products and services	20,558	20,461	15,740	20,558	15,740	18,710	
	C. Unallocated	853	708	628	853	628	294	
	Total	25,304	27,826	19,430	25,304	19,430	22,666	



Notes :

- 1. These Financial Results comprises of the Financial Results of Parent, Rossell India Limited and the Wholly Owned Subsidiaries (WOS), Rossell Techsys Inc., USA and Rossell Techsys Limited (incorporated on 6th December, 2022 and became WOS on 16th December, 2022). These have been prepared in accordance with the Indian Accounting Standards (Ind AS) as notified under Section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules, 2015, as amended and other accounting principles generally accepted in India, and is in compliance with the presentation and disclosure requirements of the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended including relevant circulars issued by the SEBI from time to time.
- 2. Consumption of green leaf represents cost of green leaf purchased from other growers as well the net difference in value of Opening and Closing stock of Green Leaves.
- 3. Cultivation, Manufacture and Sale of Tea being seasonal in nature, the above results are not indicative of the results for the full year.
- 4. No adjustment has been made in respect of Deferred Taxation as per Ind AS 12- Income Taxes, as the same would be provided at year end.
- The above results, have been subjected to Limited Review by the Auditors. These have been duly reviewed by the Audit Committee thereafter at its Meeting held on 5th February, 2024 and were approved at the Meeting of the Board of Directors of the Company held immediately thereafter.
- 6. Previous period's figures have been regrouped/ rearranged, to the extent necessary, to confirm to current period's classification. There are no Extraordinary Items.
- 7. The Board of Directors at their Meeting held on 12th July, 2022 approved the Scheme of Amalgamation between BMG Enterprises Limited ("the Transferor Company") and Rossell India Limited ("the Transferee Company") and their respective shareholders under the provisions of Sections 230 to 232 read with Section 66 and other applicable provisions of the Companies Act, 2013 ('the Scheme'). The Appointed Date set out in the Scheme is 1st July, 2022 or such other date as the Hon'ble National Company Law Tribunal ("NCLT") or any other competent authority may approve. After receiving the No Objection/ Observation Letters for the Scheme from the Stock Exchanges as well as the approval from the Shareholders and Creditors, the petition for approval of the Scheme was moved before NCLT, which is pending for final hearing. The Company has not incurred any expenses for this Scheme as all the expenses in this regard are being borne by the Transferor Company, in terms of the said Scheme.
- 8. The Board of Directors of the Company at their Meeting held on 16th December, 2022 approved another Scheme of Arrangement between Rossell India Limited ("the Demerged Company") and Rossell Techsys Limited ("the Resulting Company") and their respective shareholders under the provisions of Sections 230 to 232 read with Section 66 and other applicable provisions of the Companies Act, 2013 involving demerger of Rossell Techsys Division from the Demerged Company into the Resulting Company. The Appointed Date set out in the Scheme is 1st April, 2023 or such other date as the Hon'ble National Company Law Tribunal ("NCLT") or any other competent authority may approve. After receiving the No Objection/ Observation Letters for the Scheme from the Stock Exchanges as well as the approval from the Shareholders and Creditors, the petition for approval of the Scheme was moved before NCLT, which is pending for final hearing. In the meantime, the expenses for Demeger aggregating to Rs.48 lakhs during the 9 month and Rs.12 lakhs for the quarter ended 31st December, 2023 have been classified as Exceptional Items as above.

ROSSELL INDIA LIMITED

N K Khurana

Wholetime Director DIN: 00123297

Place : Delhi Date : 5th February, 2024

