

Independent Auditor's Review Report on the Quarterly and Year to Date Unaudited [Standalone] Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

**Review Report to
The Board of Directors
Dhunseri Tea & Industries Limited**

1. We have reviewed the accompanying statement of unaudited standalone financial results of Dhunseri Tea & Industries Limited (the "Company") for the quarter ended December 31, 2019 and year to date from April 1, 2019 to December 31, 2019 (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 (the "Listing Regulations").
2. This Statement, which is the responsibility of the Company's Management and approved by the 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 Statement 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.
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 aforesaid 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 the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.
5. The comparative Ind AS financial information of the Company for the corresponding quarter and period ended December 31, 2018 included in these standalone Ind AS financial

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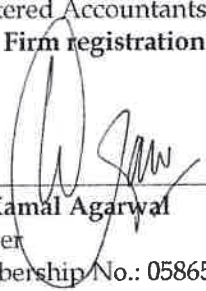
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results, were reviewed by the predecessor auditor and the Ind AS financial statements of the Company for the year ended March 31, 2019, were audited by predecessor auditor who expressed an unmodified conclusion on those financial information on February 12, 2019 and May 24, 2019 respectively.

For S.R. BATLIBOI & CO. LLP

Chartered Accountants

ICAI Firm registration number: 301003E/E300005



per Kamal Agarwal

Partner

Membership No.: 058652

UDIN: 20058652AAAAAH3614

Kolkata

February 11, 2020



Dhunseri Tea & Industries Limited

Registered Office : Dhunseri House, 4A, Woodburn Park, Kolkata 700020
CIN : L15500WB1997PLC085661

Ph: +91 33 2280 1950(Five Lines), Fax: +91 33 2287 8350/9274

Email : mail@dhunseritea.com, Website:www.dhunseritea.com

Statement of Unaudited Standalone Financial Results for the Quarter and Nine Months ended 31st December, 2019

(Rupees in lakhs)

Sl. No.	Particulars	Three months ended 31/12/19	Preceding Three months ended 30/09/19	Corresponding Three months ended 31/12/18	Nine months ended 31/12/19	Corresponding Nine months ended 31/12/18	Year ended 31/03/2019
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
I	Revenue from Operations	5,367.94	6,706.06	5,787.03	15,514.41	14,458.80	18,081.27
II	Other income	134.95	91.20	67.75	307.53	175.68	280.22
III	Total Income (I+II)	5,502.89	6,797.26	5,854.78	15,821.94	14,634.48	18,361.49
IV	Expenses						
a	Cost of materials consumed (Refer Note 2)	865.89	1,673.93	935.30	3,814.64	3,783.21	4,151.02
b	Purchases of Stock-in-Trade	-	639.58	-	639.58	-	-
c	Changes in inventories of finished goods	673.32	(1,355.87)	765.09	(2,463.56)	(2,268.78)	(191.53)
d	Changes in inventories of biological assets	98.53	2.95	84.92	48.91	58.77	9.86
e	Employee benefits expense	1,929.25	2,056.17	1,731.09	5,919.98	5,632.21	7,143.52
f	Finance costs	121.65	112.85	56.62	311.74	210.13	286.04
g	Depreciation and amortisation expense	212.36	210.37	183.20	632.39	549.81	750.04
h	Other expenses	1,441.49	1,919.99	1,355.00	4,920.64	4,452.09	5,938.32
	Total expenses	5,342.49	5,269.97	5,111.22	13,824.32	12,417.24	18,087.27
V	Profit before exceptional items and tax (III-IV)	160.40	1,537.29	743.56	1,997.62	2,217.24	274.22
VI	Exceptional items (Refer Note 6)	(53.10)	10,100.92	-	10,069.80	-	-
VII	Profit before tax (V+VI)	107.30	11,638.21	743.56	12,067.42	2,217.24	274.22
VIII	Tax expense						
	Current tax	28.95	2,501.75	230.39	2,600.58	650.03	145.53
	Deferred tax charge / (credit)	21.13	213.83	(9.98)	235.75	(6.61)	(7.07)
	Total Tax expense	60.08	2,715.68	220.41	2,836.33	643.42	138.46
IX	Profit after tax (VII-VIII)	67.22	8,922.63	523.15	9,231.09	1,573.82	135.76
	Other Comprehensive Income (OCI)						
	Items that will not be reclassified to profit or loss						
	Remeasurements of post-employment defined benefit obligations	91.72	(60.30)	(27.02)	(28.88)	(81.05)	(113.62)
	Changes in fair valuation of equity instruments	345.98	236.03	209.37	424.35	55.57	245.41
	income tax relating to these items	(42.78)	(39.00)	(42.39)	(55.52)	(8.37)	(108.21)
X	Other Comprehensive Income for the period / year (net of tax)	394.92	136.73	139.96	339.96	(33.85)	23.68
XI	Total Comprehensive Income for the period / year (IX+X)	462.14	9,059.36	663.11	9,571.04	1,539.97	159.34
XII	Paid-up equity share capital (Face Value Rs 10/- each)	700.50	700.50	700.50	700.50	700.50	700.50
XIII	Other equity						60,006.22
XIV	Earnings per equity share (of Rs. 10/- each) : (Not annualised for the period)						
	Basic and Diluted (Rs.)	0.82	127.38	7.47	131.78	22.47	1.94

Notes to the Unaudited Standalone Financial Results

- The above results for the quarter and nine months ended 31st December, 2019, were reviewed by the Audit Committee and thereafter approved by the Board of Directors at its meeting held on 11th February, 2020. The statutory auditors have carried out a limited review of these financial results.
- Cost of Materials consumed represents Green Leaf purchased.
- Cultivation and Manufacture of Tea being seasonal in nature, the results for the quarter and nine months ended 31st December 2019, are not indicative of the results for the full year.
- The Company is primarily engaged in business of cultivation, manufacture, sale of tea and other allied services relating to plantation sector and is managed organisationally as a single unit. Accordingly, the Company is a single segment company.
- The Company has adopted Ind AS 116 "Leases" effective 1st April, 2019, as notified by the Ministry of Corporate Affairs (MCA) vide Companies (Indian Accounting Standard), Amendment Rules, 2019, using the modified retrospective method. This has resulted in recognizing right-of-use asset at an amount equal to the adjusted lease liability as at April 1, 2019. The adoption of this Standard did not have any material impact on the profit for the quarter and nine months ended 31st December, 2019.
- Exceptional items represents net gain on sale of land at Jaipur, Rajasthan (Included under "Assets held-for-sale" for the year ended March 31, 2019) and net gain on transfer of branded tea business namely Lal Ghora and Kala Ghora to Tata Global Beverages Limited.
- Previous period figures have been regrouped/rearranged wherever necessary.

Place: Kolkata
Date: 11th February, 2020



For and on behalf of Board of Directors

C. K. Dhanuka
Chairman & Managing Director

Independent Auditor's Review Report on the Quarterly and Year to Date Unaudited Consolidated Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

**Review Report to
The Board of Directors
Dhunseri Tea & Industries Limited**

1. We have reviewed the accompanying Statement of Unaudited Consolidated Financial Results of Dhunseri Tea & Industries Limited (the "Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), for the quarter ended December 31, 2019 and year to date from April 1, 2019 to December 31, 2019 (the "Statement") attached herewith, being submitted by the Holding Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations"). Attention is drawn to the fact that the consolidated figures for the corresponding quarter ended December 31, 2018 and period from April 1, 2018 to December 31, 2018, as reported in these unaudited consolidated financial results have been approved by the Holding Company's Board of Directors, but have not been subjected to review.
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 Statement 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 March 29, 2019 issued by the Securities and Exchange Board of India under Regulation 33(8) of the Listing Regulations, to the extent applicable.

4. The Statement includes the results of the following entities:

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Subsidiaries:

- i) Dhunseri Petrochem & Tea Pte. Ltd.
- ii) Kawalazi Estate Company Limited
- iii) Makandi Tea and Coffee Estates Limited
- iv) A M Hendersons and Sons Limited
- v) Chiwale Estate Management Services Limited
- vi) Dhunseri Mauritius Pte Limited
- vii) Ntimabi Estate Limited

5. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of the review reports of other auditors referred to in paragraph 6 and 7 below, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with recognition and measurement principles laid down in the aforesaid 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 the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.
6. The accompanying Statement includes unaudited interim financial results and other unaudited financial information of five subsidiaries, whose interim financial results reflect Group's share of total revenues of Rs. 3,345.91 lakhs and Rs. 11,818.02 lakhs, Group's share of total net loss after tax of Rs. 625.86 lakhs and total net profit after tax Rs. 932.22 lakhs, Group's share of total comprehensive loss of Rs. 625.86 lakhs and total comprehensive income Rs. 932.22 lakhs, for the quarter ended December 31, 2019 and for the period from April 1, 2019 to December 31, 2019, respectively, as considered in the Statement, which have been reviewed by their respective independent auditors. The independent auditor's reports on interim financial results of these entities have been furnished to us by the Management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures in respect of these subsidiaries is based solely on the report of such auditors and procedures performed by us as stated in paragraph 3 above.
7. The accompanying Statement of unaudited consolidated financial results include unaudited interim financial results and other unaudited financial information in respect of two subsidiaries, which have not been reviewed by their auditors, whose interim financial results reflect Group's share of total revenues of Rs. Nil lakhs and Rs. Nil lakhs, Group's share of total net loss after tax of Rs. 1.55 lakhs and Rs. 6.18 lakhs, Group's share of total comprehensive loss of Rs. 1.55 lakhs and Rs. 6.18 lakhs, for the quarter ended December 31, 2019 and for the period from April 1, 2019 to December 31, 2019, respectively, as considered in the Statement. These unaudited interim financial results and other unaudited financial information have been approved and furnished to us by the Management and our conclusion on the Statement, in so far as it relates to the affairs of these subsidiary, is based solely on such unaudited interim financial results and other unaudited financial information. According to the information and explanations given to us by the Management, these interim financial results are not material to the Group.

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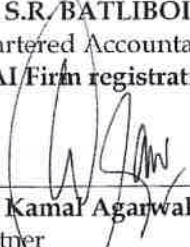
Our conclusion on the Statement in respect of matters stated in para 6 and 7 above is not modified with respect to our reliance on the work done and the reports of the other auditors and the financial results/financial information certified by the Management.

8. The Ind AS consolidated financial statements of the Group, for the year ended March 31, 2019, were audited by predecessor auditor who expressed an unmodified opinion on May 24, 2019.

For S.R. BATLIBOI & CO. LLP

Chartered Accountants

ICAI Firm registration number: 301003E/E300005


per Kamal Agarwal
Partner
Membership No.: 058652



UDIN: 20058652AAAAAI3945

Kolkata
February 11, 2020

**Dhunseri**

Dhunseri Tea & Industries Limited

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Ph: +91 33 2280 1950(Five Lines), Fax: + 91 33 2287 8350/9274

Email : mail@dhunseritea.com, Website:www.dhunseritea.com

Statement of Unaudited Consolidated Financial Results for the quarter and period ended December 31, 2019

(Rs in lakhs)

Sl. No.	Particulars	Quarter Ended			Nine months ended		Year Ended
		31.12.2019	30.09.2019	31.12.2018	31.12.2019	31.12.2018	31.03.2019
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
I	Revenue from Operations	8,421.64	10,835.98	8,179.95	26,199.58	26,737.49	32,428.83
II	Other income	142.25	88.20	59.11	364.27	189.04	477.69
III	Total Revenue (I+II)	8,563.89	10,924.18	8,239.06	26,563.85	26,926.53	32,906.52
IV	Expenses						
a	Cost of Materials Consumed (Refer Note 3)	865.89	1,599.86	1,085.91	3,814.64	3,933.82	4,362.94
b	Purchase of stock-in-trade	-	639.58	-	639.58	-	-
c	Changes in inventories of finished goods	1,946.18	(1,720.98)	813.17	(2,953.32)	(2,535.67)	(431.44)
d	Changes in inventories of biological assets	117.42	649.45	104.63	714.30	78.48	(507.06)
e	Employee Benefits expense	3,396.95	3,099.36	3,016.99	9,647.29	8,790.08	8,610.68
f	Finance Costs	515.07	219.23	179.54	926.67	517.89	727.01
g	Depreciation and amortisation expense	580.95	492.82	440.69	1,574.53	1,336.59	1,866.15
h	Other expenses	1,541.43	3,902.56	3,463.85	9,320.38	10,240.17	14,124.06
	Total expenses	8,963.89	8,881.88	9,104.78	23,684.07	22,361.36	28,752.34
V	Profit before exceptional item and tax (III-IV)	(400.00)	2,042.30	(865.72)	2,879.78	4,565.17	4,154.18
VI	Exceptional items (Refer Note 6)	(53.10)	10,100.92	-	10,069.80	-	-
VII	Profit/(Loss) before tax (V+VI)	(453.10)	12,143.22	(865.72)	12,949.58	4,565.17	4,154.18
VIII	Tax expense						
	Current Tax	131.47	2,569.85	776.46	2,987.68	1,837.07	813.23
	Deferred Tax	(3.42)	73.23	(357.85)	170.69	(176.02)	530.59
	Total Tax expense	128.05	2,643.08	418.61	3,158.37	1,661.05	1,343.82
IX	Profit after tax (VII-VIII)	(581.15)	9,500.14	(1,284.33)	9,791.21	2,904.12	2,810.36
X	Other Comprehensive Income (OCI)						
	Items that will not be reclassified to profit or loss						
	Remeasurements of post-employment benefit obligations	91.72	(60.30)	(27.01)	(28.88)	(81.05)	(113.62)
	Fair value of equity instruments	345.98	236.03	209.37	424.35	55.57	245.41
	Income tax relating to these items	(42.79)	(38.99)	(42.39)	(55.52)	(8.37)	(108.21)
	Items that will be reclassified to profit or loss						
	Exchange differences on translation of foreign operations	1,796.32	(1,456.48)	1,076.05	50.03	2,443.97	1,469.88
	Other comprehensive income for the period / year (net of tax)	2,191.23	(1,319.74)	1,216.02	389.98	2,410.12	1,493.46
XI	Total comprehensive income for the period / year (IX+X)	1,610.08	8,180.40	(68.31)	10,181.19	5,314.24	4,303.82
	Paid-up equity share capital (Face Value Rs 10/- each)	700.50	700.50	700.50	700.50	700.50	700.50
XII	Other Equity						75,065.12
XIII	Earnings per equity share (of Rs.10/- each): (Not Annualised for the period)						
	Basic & Diluted (Rs.)	(8.30)	135.62	(18.33)	139.77	41.46	40.12



Notes to the Unaudited Consolidated Financial Results

(1) Consolidated Segment information

Sl. No.	Particulars	(Rs in lakhs)					
		Quarter Ended			Nine months ended		Year Ended
		31.12.2019	30.09.2019	31.12.2018	31.12.2019	31.12.2018	31.03.2019
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited	
i	Segment Revenue						
	a) India	5,367.94	6,706.06	5,787.03	15,514.41	14,458.80	18,081.27
	b) Malawi	3,053.70	4,129.92	2,392.92	10,685.17	12,278.69	14,347.56
	Total Revenue from operations	8,421.64	10,835.98	8,179.95	26,199.58	26,737.49	32,428.83
ii	Segment Results						
	a) India	147.10	1,558.94	732.43	2,001.83	2,251.69	280.04
	b) Malawi	(174.28)	614.39	(1,477.72)	1,440.35	2,642.33	4,123.46
	Total Segment profit before exceptional item, interest and tax	(27.18)	2,173.33	(745.29)	3,442.18	4,894.02	4,403.50
	Finance Costs	515.07	219.23	179.54	926.67	517.89	727.01
	Other income	142.25	88.20	59.11	364.27	189.04	477.69
	Exceptional items	(53.10)	10,100.92	-	10,069.80	-	-
	Profit before tax	(453.10)	12,143.22	(865.72)	12,949.58	4,565.17	4,154.18
	Tax Expense	128.05	2,643.08	418.61	3,158.37	1,661.05	1,343.82
	Profit after tax	(581.15)	9,500.14	(1,284.33)	9,791.21	2,904.12	2,810.36
iii	Segment Assets						
	a) India	62,054.96	63,052.13	60,052.98	62,054.96	60,052.98	58,629.11
	b) Malawi	41,358.57	38,516.20	38,831.74	41,358.57	38,831.74	37,924.25
	c) Unallocated	15,116.13	14,465.30	6,634.54	15,116.13	6,634.54	6,301.36
	Total	1,18,529.66	1,16,033.63	1,05,519.26	1,18,529.66	1,05,519.26	1,02,854.72
iv	Segment Liabilities						
	a) India	3,024.57	3,643.43	2,569.28	3,024.57	2,569.28	3,530.00
	b) Malawi	2,040.16	1,928.78	1,209.03	2,040.16	1,209.03	1,498.33
	c) Unallocated	27,935.64	26,545.30	24,996.09	27,935.64	24,996.09	22,060.78
	Total	33,000.37	32,117.51	28,774.40	33,000.37	28,774.40	27,089.11



- (2) The above unaudited consolidated financial results of the Group for the quarter and nine months ended December 31, 2019 have been reviewed by the Audit Committee and thereafter approved by the Board of Directors at their respective meetings held on February 11, 2020. The statutory auditors have carried out a limited review of these financial results. The comparative figures for the quarter and nine months ended December 31, 2018 have been compiled by the Management in accordance with accounting principles generally accepted in India and have not been subjected to audit/review.
- (3) Cost of Materials consumed represents Green Leaf purchased.
- (4) Cultivation and Manufacture of Tea being seasonal in nature, the results for the quarter and nine months ended December 31, 2019, are not indicative of the results for the full year.
- (5) The Group has adopted Ind AS 116 "Leases" effective 1st April, 2019, as notified by the Ministry of Corporate Affairs (MCA) vide Companies (Indian Accounting Standard), Amendment Rules, 2019, using the modified retrospective method. This has resulted in recognizing right-of-use asset at an amount equal to the adjusted lease liability as at April 1, 2019. The adoption of this Standard did not have any material impact on the profit for the quarter and nine months ended December 31, 2019.
- (6) Exceptional Items represents net gain on sale of land at Jaipur, Rajasthan (Included under "Assets held-for-sale" for the year ended March 31, 2019) and net gain on transfer of branded tea business namely Lal Ghora and Kala Ghora to Tata Global Beverages Limited.
- (7) Makandi Tea & Coffee Estates Limited a wholly owned subsidiary of the Company has acquired a step down wholly owned subsidiary by the name Ntimabi Estate Limited and the financial results/information of step down wholly owned subsidiary have also been consolidated in the financial results of the Group for quarter and nine months ended December 31, 2019.
- (8) Previous period figures have been regrouped/rearranged wherever necessary.

Place: Kolkata
Date: February 11, 2020



For and on behalf of Board of Directors

C. K. Dhanuka
Chairman & Managing Director