

ANNUAL REPORT 2020-21



Octavius[®]
www.octaviusplantations.com



Octavius®

Corporate Office :

KOLKATA

2, TRANSPORT DEPOT ROAD
KOLKATA, WEST BENGAL 700 088
PHONE: +91 33 2231 0950/51/52
FAX:+91 33 2231 2525
E-mail: csdelhi@octavius.in

Registered Office :

DELHI

T-4, OKHLA INDUSTRIAL AREA
PHASE-2, NEW DELHI-110020
PHONE: +91 45542200
FAX:011-45542200
E-mail: csdelhi@octavius.in



Octavius®

BOARD OF DIRECTORS	: RAJ KUMAR JAIN : BOPPANDA CHENGAPPA PONNAMMA : NALINI JAIN : ANJANA JAIN : ANIL KUMAR RAVINDRAN
CFO	: NAGARAJ MRAMACHANDRA RAO
COMPANY SECRETARY	: MOHIT CHAUHAN
AUDITORS	: VIDIT JAIN & CO. CHARTERED ACCOUNTANTS 4697/3 21A, 1 ST FLOOR NEPAL CARRIER BUILDING, ANSARI ROAD, DARYAGANJ, NEW DELHI-110002
BANKERS	: VIJAYA BANK, INDIAN BANK, BANK OF INDIA KARNATAKA BANK
REGISTERED OFFICE	: T-4, OKHLA INDUSTRIAL AREA, PHASE-2, NEW DELHI-20
CORPORATE OFFICE	: 2, TRANSPORT DEPOT ROAD, KOLKATA WEST BENGAL-700088
REGISTRAR AND TRANSFER AGENT	: BEETAL FINANCIAL AND COMPUTER SERVICES PRIVATE LIMITED 99, MADANGIR, B/4, LOCAL SHOPPING CENTRE, NEAR DADA HARSUKH DAS MANDIR NEW DELHI 110062

CONTENTS

COMPANY PROFILE	1-3
NOTICE	4-18
DIRECTOR'S REPORT	19-59
AUDITOR'S REPORT	60-70
BALANCE SHEET	71
PROFIT & LOSS ACCOUNT	72
CASH FLOW STATEMENT	73
NOTES FORMING PART OF FINANCIAL STATEMENT	74-84

COMPANY PROFILE

Octavius Plantations Limited is a leading FMCG company established in the year 1984. The company began its operations with the export of Agri commodities and today it holds a prominent position in the market for its high-quality, sustainable and innovative products.

From a single product company to a multi-segment corporation. Its diverse interests include fast-moving consumer goods like **tea, coffee, spices, fruits, and medical herbs & plants.**

The Company owns one of the finest coffee plantations in the beautiful district of Coorg in Karnataka, growing the most excellent quality Arabica and Robusta coffee catering to the needs of Indian coffee exports to the Middle East, European and African markets. Our plantations are ably supported with curing and processing facilities with the latest technology. Apart from the coffee grown in the plantation, it procures premium coffees from other regions in Karnataka and Kerala.



Why Octavius?

"We grow it, pluck it, and process it for you to create a perfect cup of coffee."

Our artisanal coffees comprise the finest beans that are hand-picked, naturally fermented to maximize flavour and manually processed at our estates. To enhance the colour and flavour, the beans are soaked overnight and then washed in freshwater before it is slowly dried in natural light. The beans are then hulled and graded for size, shape, colour and density at the curing level. The beans are then graded, packed and are finally ready for dispatch.

Owing to many years of expertise at coffee cultivating, harvesting, roasting and storing, our specialty coffee division offers a remarkably wide range of coffees with a delightfully unique personality and taste profiles like Green Coffee Beans, Roasted Coffee Beans, Filter Coffee, Instant Coffee in the highest quality.

The company also procures tea from plantations in Tamil Nadu and Kerala which are further blended and packed essentially for exports. With its tea processing facilities at Cochin, the company caters to the tea export requirements.

Besides this, one of our group company in West Bengal bears a long historical legacy of tea production of more than 100 flourishing years.



Further to tea and coffee the company produces black pepper and ginger in its plantations and procures cardamom from the farmers in the region. These high-quality graded spices are then sold in the domestic market.

In addition to tea, coffee and spices the company has expanded its segment to popular fruits and medicinal plants grown in the Coorg region.



OUR PROMISE OF QUALITY

There has never been a time when we haven't strived for perfection, and in this process, we have been updating our techniques, our product range, and our quality, so that we can match up to the expectation bar set by our customers, if not being able to cross it. It gives us immense pleasure to mention that our products are of premium quality and are known for their rarity and purity and we deliver products of the highest quality.



CSR ACTIVITIES

At Octavius Plantations, we care, we believe in improving the living standards of the people associated with us and we take responsibility for doing so.

We ensure the eradication of adversities in the communities working with us for a better society.

We yearn to be acknowledged and valued as an organization that continually upholds its responsibility towards social, economic and environmental development.

Sustainable Farming- Rain Water Harvesting & Conservation

Water is the critical element for the survival of Coffee Plantations. Intensive cultivation practices have required us to initiate rainwater harvesting techniques and we have been successful in doing so by adopting simple harvesting methods like rainwater storage tanks which effectively uses the stored water for coffee farming and helps conserve rivers, streams and tank waters.

Care for our Workers

We provide subsidized food grains and have regular food and other necessary commodity distribution for our workers.

Education- Books & Stationary Distribution

We organize conventions of distributing notebooks and stationery items every year to the children of our garden and factory workers.



OUR VISION

Octavius Plantations Limited with offerings across food, beverages, retail and exports has emerged as a well-regarded brand. The company continuously aims to promote the Food and Beverage experience for the consumers.

Our portfolio encompasses a vast variety of products and is continuously growing with every passing year. The company's ambition to grow is secured on multiple strategic levels that keep us consistent & innovative and also vigilant towards the environment.

NOTICE

Notice is hereby given that 37th Annual General Meeting of Octavius Plantations Limited (CIN: L65910DL1984PLC018466) will be held on Tuesday, the 28th Day of September, 2021, at 12:30 P.M. through video conferencing (“VC”)/Other Audio visual Means (“OAVM”) to transact the following business:

ORDINARY BUSINESS

Item No 1: To receive, consider and adopt the Annual Financial Statement for the financial year ended March 31st, 2021 along with the report of Independent Auditors' and Directors' thereon.

Item No. 2: To consider the re- appointment of Mr. Sajjan Kumar Deora (DIN: 08551288), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS

Item No 3: To Consider and approve the appointment of Mr. Anil Kumar Ravindran (DIN: 08519787) as Independent Director of the Company

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**

RESOLVED THAT pursuant to the provisions of Section 149, 152 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Anil Kumar Ravindran (DIN: 08519787), who was appointed by the Board of Directors as an Additional Independent Director of the Company w.e.f. August 27, 2021 pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and who holds office up to the date of ensuing Annual General Meeting, in respect of whom the Company has received a notice in writing proposing his candidature for the office of Director and as recommended by Nomination and Remuneration Committee, be and is hereby appointed as an Independent Director of the Company for a period of five years.”

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution and for matters connected therewith or incidental thereto”.

Item No. 4: To Consider and re-appoint the appointment of Mr. Raj Kumar Jain (DIN: 03505168) as whole time director of the company.

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**.

“RESOLVED THAT in accordance with the provisions of Section 196 and 197 203, read with Schedule V and all other applicable Rules and provision of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and any

NOTICE

other law, regulations or code applicable to the Company, for the time being in force (including any statutory modification(s) or re-enactments thereof, for the time being in force) and on the recommendation of Board of Directors, the consent of the members be and is hereby accorded for re-appointment of **Mr. Raj Kumar Jain (DIN: 03505168)** as Whole Time Director for the period of 5 (Five) years, on the terms & conditions including remuneration as recommended by the Nomination & Remuneration Committee, with the liberty to the Board of Directors (hereinafter referred to as “the Board” which term shall be deemed to include the Nomination & Remuneration Committee) to alter and vary the terms and conditions of the said appointment and/or remuneration as it may deem fit and as may be acceptable to **Mr. Raj Kumar Jain**, subject to the same not exceeding the limits as specified under Schedule V to the Companies Act, 2013 or any statutory modifications(s) or re-enactments thereof

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution and for matters connected therewith or incidental thereto”.

**By Order of the Board of Directors
For Octavius Plantations Limited**

***Date:27/08/2021
Place: Delhi***

**Sd/-
Mohit Chauhan
Company Secretary
M. No. : 53839**

NOTES

1. In view of COVID-19 pandemic and pursuant to the Circular Nos. 14/2020, 17/2020, 20/2020 and 02/2021 dated April 08, 2020, April 13, 2020, May 05, 2020 and January 13, 2021, respectively, and all other relevant circulars issued from time to time by the Ministry of Corporate Affairs (“the MCA Circulars”) read with the SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 (the SEBI Circulars), relaxation has been granted for physical attendance of the Members to the EGM/AGM and allowed companies to hold General Meetings through Video-Conferencing (“VC”) or Other Audio-Visual Means (“OAVM”). In terms of the same, the AGM will be held without the physical presence of the Members at a common venue and Members can attend and participate in the AGM through VC/OAVM.
2. In terms of the MCA Circulars, since the physical attendance of Members has been dispensed with, there is no requirement of appointment of proxies. Accordingly, the facility of appointment of proxies by Members under Section 105 of the Act will not be available for the 37th AGM. However, in pursuance of Section 112 and Section 113 of the Act, representatives of the Members maybe appointed for the purpose of voting through remote e-Voting, for participation in the 37th AGM through VC/OAVM Facility and e-Voting during the 39th AGM.
3. Corporate Members (i.e., other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM through VC / OAVM and vote on its behalf. The said Resolution/Authorization shall be sent to the Company at **csdelhi@octavius.in** or the Beetal Financial Computer Services Pvt. Ltd, Registrar and Share Transfer Agent at **beetalrta@gmail.com**.
4. Register of Members and Share Transfer Books of the Company shall remain closed on Book Closure Dates i.e., **from Wednesday September 21, 2021 to Tuesday, September 28, 2021 (both days inclusive)**.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 and Secretarial Standard on General Meeting (SS-2) issued by the Institute of Company Secretary Of India, the Company is pleased to provide the facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services Limited (CDSL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by CDSL.

NOTES

6. In view of the situation arising due to COVID-19 pandemic and extended lockdown, MCA has issued Circulars giving certain relaxations owing to the difficulties involved in dispatching of physical copies of the financial statements (including Board's report, Auditor's report or other documents required to be attached therewith), such statements shall be sent only by email to the members, trustees for the debenture-holder of any debentures issued by the company, and to all other persons so entitled.

In this regard, Notice is being sent by email to all its members whose email Id's are available in the beneficial ownership data of Central Depository Services (India) Limited ("Depositories") and register of members as per the record of Share Transfer Agent Limited, Registrar and Share Transfer Agent ("RTA") of the Company.

7. The members may cast their votes through electronic voting system (remote e-voting). The remote e-voting period will commence at **9:00 A.M. Saturday, September 25th, 2021 and will end at 5.00 p.m. on Monday, September 27th, 2021**. In addition, the facility for e-voting shall also be made available during the AGM. Members participating in the AGM through Video Conference/ Other Audio-Visual Means who have not cast their vote by remote e-voting shall be eligible to cast their vote through e-voting during the AGM. Members who have voted through remote e-voting shall be eligible to participate in the AGM; however, they shall not be eligible to vote at the meeting.
8. The Company has appointed **Mr. Nitesh Kumar Sharma, Practicing Company Secretary (M. No. 55712 & COP No.: 23517)** to act as the Scrutinizer, to scrutinize the entire e-voting process in a fair and transparent manner. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website <http://www.octaviusplantations.com/> and on the website of CDSL within two working days of passing of the resolutions at the AGM of the Company.
9. The Members may join the 37th AGM through VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. Members may note that the VC/OAVM Facility allows participation of at least 1,000 Members on a first-come-first-served basis. The large shareholders (i.e. shareholders holding 2% or more shareholding), promoters, institutional investors, directors, key managerial personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, auditors, etc. can attend the 37th AGM without any restriction on account of first-come-first-served principle.
10. The Members attending the 37th AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
11. 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.

NOTES

12. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at <http://www.octaviusplantations.com/>. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and the AGM Notice is also available on the website of CDSL (agency for providing the Remote e-Voting facility) i.e. <https://www.evotingindia.com/>.
13. EGM/AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020 and MCA Circular No. 2/2021 dated January 13, 2021.
14. In case of any queries regarding the Annual Report, the Members may write to csdelhi@octavius.in to receive an email response.
15. Since the AGM will be held through VC/OAVM, the Route Map is not annexed in this Notice.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on **Saturday, 25th September, 2021 at 09:00 A.M. and ends on Monday, 27th September, 2021 (IST) at 05:00 P.M.** The remote e-voting module shall be disabled by CDSL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. September 21, 2021 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being September 21, 2021.

How do I vote electronically using CDSL e-Voting system?

The way to vote electronically on CDSL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1: Access to CDSL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode is mobile number and email Id in their demat accounts in order to access e-Voting facility.

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

NOTES

(A) Login method for Individual shareholders holding securities in demat mode is given below

Type of Shareholders	Login Method
<p>Individual Shareholders holding securities in demat mode with CDSL.</p>	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be

NOTES

Type of Shareholders	Login Method
	able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 022-23058542-43

- (B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to CDSL e-Voting website?

NOTES

1. The shareholders should log on to the e-voting website www.evotingindia.com.
2. Click on “Shareholders” module.
3. Now enter your User ID
 - a) For CDSL: 16 digits beneficiary ID,
 - b) For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c) Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

OR

Alternatively, if you are registered for CDSL's EASI/EASIEST e-services, you can log-in at <https://www.cdslindia.com> from Login - Myeasi using your login credentials. Once you successfully log-in to CDSL's EASI/EASIEST e-services, click on e-Voting option and proceed directly to cast your vote electronically.

4. Next enter the Image Verification as displayed and Click on Login.
5. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
6. If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

NOTES

7. After entering these details appropriately, click on “SUBMIT” tab.
8. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
9. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
10. Click on the EVSN for the relevant <Company Name> on which you choose to vote.
11. On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
12. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
13. After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
14. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
15. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
16. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

NOTES

- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favor of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively, Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; csdelhi@octavius.in , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM/AGM THROUGH VC/OAVM ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least **seven days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **seven days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

NOTES

9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to csdelhi@octavius.in.
2. For Demat shareholders -, please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

Explanatory Statement in Respect of the Special Business Pursuant To Section 102 of the Companies Act, 2013

Item No. 3

Mr. Anil Kumar Ravindran (DIN: 08519787) who was appointed as an Additional Director (in the category of Independent Non-Executive Director) of the Company with effect from August 27, 2021. In terms of Section 161(1) of the Companies Act, 2013, **Mr. Anil Kumar Ravindran (DIN: 08519787)** holds office as an Additional Director up to the date of this ensuing Annual General Meeting. As per the provisions of the Section 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements)

NOTES

Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and on the recommendation of the Nomination & Remuneration Committee, **Mr. Anil Kumar Ravindran (DIN: 08519787)** being proposed to be appointed as Independent Director of the Company for the period of 5 (five) consecutive years and not be liable to retire by rotation. Pursuant to the provisions of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015 and after completion of first term of his appointment, he may be re-appointed for second term.

Mr. Anil Kumar Ravindran (DIN: 08519787) is not disqualified from being appointed as an Independent Director in terms of Section 164 of the Act and has given his consent to act as Director (in the category of Independent Director). Further, the Company has also received declaration from **Mr. Anil Kumar Ravindran (DIN: 08519787)** that he meets the criteria of independence as prescribed both under Section 149(6) of the Act and under the SEBI (LODR) Regulations, 2015.

Item No: 4

The Board of Directors and Nomination & Remuneration Committee at its meetings held on August 27, 2021 re-appointed Mr. Raj Kumar Jain as Whole Time Director for a period of Five (5) year subject to the approval of shareholders. Pursuant to Section 196, 197, 203 and Schedule V of the Companies Act, 2013, the re-appointment of Whole Time Director, terms and conditions of appointment and remuneration are required to be approved by shareholders at ensuing general meeting of company held after the appointment.

No director, key managerial personnel or their relatives, are interested or concerned in the resolution.

The Board of Directors commends the resolution as set out at Item No. 4 for approval of the members as Ordinary Resolution.

The disclosures prescribed under Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the provisions of the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ('SS-2'), are annexed to the notice.

***By Order of the Board
For Octavius Plantations Limited***

Date: 27.08.2021

Place: Delhi

***Sd/-
Mohit Chauhan
Company Secretary
M. No. : 53839***

ANNEXURE TO NOTICE

Annexure to notice

Information pursuant to Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 read with the provisions of the Secretarial Standard on General Meetings (“ss-2”) issued by the Institute of Company Secretaries of India regarding the director proposed to be appointed.

1. Mr. Anil Kumar Ravindran

Mr. Anil Kumar Ravindran; 40 years (DOB: 07/07/1981) is Non-Executive Independent Director of Octavius Plantations Limited. He is post graduate and has a vast experience in the field of Management Consulting.

He is on the Board of the Company since August 27, 2021. He doesn't hold any share of the Company. He does not hold directorship in any other company except Octavius Plantations Limited.

Other Details:

S. No.	Particulars	Remark
1.	Remuneration	Nil
2.	Last Drawn Remuneration	Not Applicable
3.	Number of Meetings attended	Not Applicable
4.	Relationship between Directors inter-se:	Not related to any director

2. Mr. Raj Kumar Jain

Mr. Raj Kumar Jain; 61 years (DOB: 11/12/1960) is a whole time director of Octavius Plantations Limited. He is professional and has vast experience in field of coffee plantations.

He is on the Board of the Company since August 27, 2021. He doesn't hold any share of the Company. He does not hold directorship in any other company except Octavius Plantations Limited.

Other Details:

S. No.	Particulars	Remark
1.	Remuneration	As per mutual terms
2.	Last Drawn Remuneration	Not Applicable
3.	Number of Meetings attended	Not Applicable
4.	Relationship between Directors inter-se:	Not related to any director

**By Order of the Board of Directors
For Octavius Plantations Limited**

Date: 27.08.2021
Place: Delhi

Sd/-
Mohit Chauhan
Company Secretary
M. No. : 53839

DIRECTOR'S REPORT

To,
The Members,

Your Directors are pleased to present the Company's Director Report on the business and operations of Octavius Plantations Limited ("the Company") together with the Audited financial Statements for the financial year ended March 31, 2021.

1. Financial Summary / Performance of the Company

During the year under review, performance of your company as under:

PARTICULARS	2020-2021 (Rs.)	2019-2020 (Rs.)
Total Revenue	14,72,59,068.50	8,17,36,858.50
Total Expenses	13,73,69,697.58	8,01,01,163.93
Net Profit Before Tax	1,60,20,577.85	79,83,627.13
Tax Expense	11,74,740.00	2425.00
Net Profit After Tax	1,48,45,837.85	79,81,202.13
Earning per Equity Share (a) Basic and Diluted	4.95	2.66
No. of Equity Share (face value of Rs. 10 each)	3000000	3000000

2. About COVID-19

Though outbreak of Covid-19 and the closure of your company's operations affected the year end performance. However, our company resumed its operations partially but gradually ramping up over it and are glad to report that it is now operational as per government guidelines.

Your Directors wish to place on record their appreciation to the Company's employees, suppliers, customers & Government authorities for their selfless efforts which helped your Company to reach normalcy in operations. Despite the global pandemic, we look forward to a better year ahead as the Company is on track to regain its profitability in the near future.

3. State of Company's Affairs

During the year due to the outbreak of COVID-19 globally and in India, your company's management has made initial assessment of likely adverse impact on business and financial risks on account of Covid-19. The operations of the Company were suspended for the month of March, April and May and the offices were closed. During the year under review, your Company recorded the turnover of Rs. 14, 72, 59, 068.50 against last year Rs. 8, 17, 36, 858 .50. The net worth of the Company also

Director's Report - (Contd.)

increased substantially to Rs.12, 20, 99,462. 65 as against Rs.10, 89, 69,194 .80 as on 31.03.2021. Your Directors are making all out efforts to improve the performance of the Company in the current year. The Management looks the future with optimism and hopes to do better in year to come.

4. Dividend

In order to conserve the financial liquidity of the Company, the Directors are not recommending any dividend.

5. Reserves

During the year, the Company has transferred amount of Rs. 1, 48, 45,837.85 to General Reserve.

6. Share capital & Listing

As on 31st March, 2021, the Company has Authorised Share Capital of Rs. 3, 00,00,000/-and paid up Share Capital of Rs. 3,00,00,000/-.

During the period under review, the Company has not increased its authorised share capital and not issued any other kind of securities.

7. Listing Status

During the year, the company got listed on the main board of the BSE Limited via BSE Notice dated 9th March, 2020. Your Company has paid the Annual listing Fees for the Financial Year 2020-21 to the BSE Limited where the shares of the company are listed.

8. Particulars of Employees

During the year under review, none of the employee of the company has drawn salary in excess of the limits as specified under rule 5 (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules,2014.

9. Quality Initiative

The Company continues to sustain its commitment to the highest levels of quality, superior service management, robust information security practices and mature business continuity management by successfully completing annual re-certification/surveillance audits for various industry standards and models.

10. Board Meetings, Board of Directors & Committees of Directors

A. Board Meetings

During the financial year 2020-2021, the Board of Directors of the Company met 6 times: 31.07.2020, 31.08.2020, 30.11.2020, 07.12.2020, 08.12.2020, 13.02.2021

B. Directors & Key Managerial Personnel

The present Composition of the Board of Directors is in compliance with the provision of section 149 of the Companies Act, 2013

Director's Report - (Contd.)

C. Declaration by Independent Director(s)

Pursuant to the provisions of Section 149 of the Companies Act 2013, the independent directors have submitted declarations that each of them meet the criteria of independence as provided in Section 149(6) of the Act along with Rules framed thereunder and Regulation 16(1) (b) of the SEBI Listing Regulations. Hence, there has been no change in the circumstances affecting their status as independent directors of the Company.

D. Committees of the Board

The Company has the following Committees of the Board:

1. Audit Committee;
2. Nomination and Remuneration Committee;
3. Stakeholders Relationship Committee

S. No	Name of the Committee	Composition of the Committee
1	Audit Committee	1.Ms. BC Poonamma- Chairperson 2.Mrs. Anjana Jain- Member 3.Ms. Nalini Jain- Member
2	Nomination and Remuneration Committee	1.Ms. BC Poonamma- Chairperson 2.Mrs. Anjana Jain- Member 3.Ms. Nalini Jain- Member
2	Stakeholders Relationship Committee	1.Ms. Aayushi Jain- Chairperson 2.Mrs. Anjana Jain- Member 3.Ms. Nalini Jain- Member

The Policy on Formulation of Audit Committee is enclosed as Annexure II.

11. Corporate Social Responsibility

As per Section 135 (1) of the Companies Act, 2013, the Company doesn't require to constitute CSR Committee during the financial year 2020- 2021.

However, our Company is committed to the principles of sustainable development and consistently carries out initiatives in the area of corporate social responsibility to benefit the communities that it interacts with during the course of business.

Director's Report - (Contd.)

12. Policy on Directors' appointment and remuneration

The policy of the Company on Directors' appointment and remuneration, including criteria for determining qualifications, positive attributes, independence of a director and other matters provided under Sub-section (3) of Section 178 of the Companies Act, 2013. We affirm that the remuneration paid to the directors is as per the terms laid out in the nomination and remuneration policy of the Company is uploaded on www.octaviusplantations.com at investor column.

Further Board affirm that the remunerations payable by the Company is as per provision of the Companies Act, 2013 and the rules made thereunder.

13. Independent Directors' Meeting

During the year under review, the Independent Directors met on 13.02.2021, inter alia, to discuss:

- a. Evaluation of the performance of Non Independent Directors and the Board of Directors as a whole;
- b. Evaluation of the quality, content and timelines of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

All the Independent Directors were present at the Meeting.

14. Details of Establishment of Vigil Mechanism/Whistle Blower Policy for Directors and Employees

In pursuant to the provisions of section 177(9) & (10) of the Companies Act, 2013, read with rule 7 of the Companies (Meetings of Board and its Powers), Rules, 2014 a Vigil Mechanism for directors and employees to report genuine concerns has been established.

The details of establishment of Vigil Mechanism for Directors and Employees is enclosed as Annexure III.

1. Auditors & Audit report

Statutory Auditors

At the Annual General Meeting held on September 29, 2018, M/s. Vidit Jain & Co., Chartered Accountants, Delhi were re-appointed as statutory auditors of the Company to hold office for a term of five years from the conclusion of this meeting until the conclusion of Annual General Meeting to be held in the year 2023.

Director's Report - (Contd.)

Comments on Statutory Auditors' report

The Statutory Auditor has made the following comments:-

1. The Company has received intimation U/S 143 (1) for (a) AY 2012-13 against demand identification number 2013201237014760493C dated 20/06/2013 of Rs. 186,270.00 and (b) AY 2017-18 against demand identification number 2018201737104697263C dated 14/03/2019 of Rs 38,19,370.00 for which company is already contending, wherein Income of the Company was not treated as Agricultural Income.

Management's Reply

No Comments Required

2. The Company has also received notice under section 143(3) for AY 2013-14 against demand identification number 2015201310012165730C dated 31st March 2016 of Rs. 10,987,059.00. The company has not filed any reply against the said order till date.

Management's Reply

The Company has also received a notice under section 143(3) for AY 2013-14 against demand identification number 2015201310012165730C dated 31st March, 2016 of Rs. 10,987,059.00. Company has filed a reply against the said order.

Secretarial Auditors

In pursuant to the provisions of Section 204 of the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board has appointed Mr. Nitesh Kumar Sharma, Practicing Company Secretary (COP No: 23517 & M. No. 55712) to undertake Secretarial Audit for the Financial year 2020-2021. The Secretarial Audit Report for the financial year is annexed herewith and marked as *Annexure V*. The Secretarial Audit Report does not contain any qualification, reservation, adverse remark or disclaimer

10. Directors' Responsibility Statement

The Directors' Responsibility Statement referred to in clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, shall state that—

- a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;

Director's Report - (Contd.)

- c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) the directors had prepared the annual accounts on a going concern basis; and
- e) the directors, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively
- f) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

11. Annual Return

The Annual Return of the Company as on March 31, 2021 is available on the Company Website and can be accessed at www.octaviusplantations.com

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

During the year under review, the provisions relating to Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 are not applicable to company.

13. Material changes and commitments affecting financial position between the end of the financial year and date of report

No significant material changes occurred subsequent to the close of the financial year of the Company to which the balance sheet relates and the date of the board report, which require disclosure in the accounts.

14. Particulars of loans, guarantees or investments under section 186

The Company has not granted any loans, given guarantees or made investments to Companies or concerns covered under section 186.

15. Particulars of contracts or arrangements with related parties

During the year, the Company had not entered into any contract/ arrangement/ transaction with related parties.

16. Conservation of energy, technology absorption and foreign exchange earnings and outgo

The particulars as prescribed under Section 134(3) (m) of the Act, read with Rule 8 of the Companies (Accounts) Rules, 2014 are given below:

Director's Report - (Contd.)

- a) Conservation of energy: Not Applicable
- b) Technology absorption: Not Applicable
- c) Foreign Exchange earnings and outgo: Not Applicable

17. Deposits

The Company has neither invited nor accepted any deposits from the members and relatives under section 73 of the Act and rules made there under during the year under review.

18. Risk Management Policy

In terms of the requirement of the provisions of Section 134(3) (n) of the Companies Act, 2013, the Company has developed and implemented a risk management policy which identifies major risks which may threaten the existence of the Company. The same has also been adopted by your Board and is also subject to its review from time to time.

The policy on Risk Management is enclosed as Annexure IV.

19. Details Of Subsidiary/Joint Ventures/Associate Companies

The company has no Subsidiary/Joint Venture/Associate Companies.

20. Internal Financial Control And Their Adequacy

The Company has a proper and adequate system of internal controls. This ensures that all transactions are authorised, recorded and reported correctly, and assets are safeguarded and protected against loss from unauthorized use or disposition. In addition there are operational controls and fraud risk controls, covering the entire spectrum of internal financial controls.

The internal financial control framework has been designed to ensure that the financial and other records are reliable for preparing financial and other statements and for maintaining accountability of assets. In addition, the Company has identified and documented the risks and controls for each process that has a relationship to the financial operations and reporting.

The Company also has an Audit Committee; comprising 3 (Three) Directors, who interact with the Management in dealing with matters within its terms of reference. This Committee mainly deals with accounting matters, financial reporting and internal controls.

21. Website Link

The web address of the Company is <http://www.octaviusplantations.com/>

Director's Report - (Contd.)

22. Board Evaluation

Pursuant to the provisions of Section 134(3) (p) of the Act, the Board has carried out an annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Audit, Nomination and Remuneration and Stakeholders Relationship Committee.

23. Change In The Nature Of Business

There has been no change in the nature of business of the Company.

24. Applicability of Cost Record

Maintenance of cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013, is not applicable required on the Company and accordingly such accounts and records are not made and maintained.

25. Secretarial Standard

The Company has followed the applicable Secretarial Standards, i.e. SS-1 and SS-2, relating to 'Meetings of the Board of Directors' and 'General Meetings' respectively.

26. Human Resources/Industrial Relations

During the year under review, the relations between the employees and the management have remained cordial and harmonious.

27. Other Disclosure:

- No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.
- No fraud has been reported by the Auditors to the Audit Committee or the Board.
- There is no proceeding pending under the Insolvency and Bankruptcy Code, 2016.
- There was no instance of onetime settlement with any Bank or Financial Institution.
- The Directors and the Senior Management personnel of the Company have affirmed the compliance with Code of Conduct, as applicable to them for the financial year ended on 31st March, 2021.
- Disclosures with respect to demat suspense account/ unclaimed suspense account. There were no such share unclaimed in the financial year under review.

Director's Report - (Contd.)

28. Acknowledgement

Your Directors wish to place on record their sincere appreciation for the co-operation and support extended to the Company by the Government Authorities, Financial Institutions, the Company's Bankers, Shareholders Suppliers, Customers, and Business associates.

Your Directors also place on record their appreciation for the services of all the workers, staffs and executives, which is largely reflected in the performance of the Company.

Date :27/08/2021
Place: New Delhi

For Octavius Plantations Limited

Sd/-
Raj Kumar Jain
Whole time Director

Sd/-
Sajjan Kumar Deora
Director

Sd/-
Nagaraj Mramachandra Rao
Chief Financial Officer

Sd/-
Mr. Mohit Chauhan
Company Secretary

ANNEXURE-1
**FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN**

As on financial year ended on 31st March, 2021
Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company
(Management & Administration) Rules, 2014.

I. REGISTRATION AND OTHER DETAILS:

CIN	L65910DL1984PLC018466
Registration Date	20/06/1984
Name of the Company	OCTAVIUS PLANTATIONS LIMITED
Category / Sub-Category of the Company	COMPANY LIMITED BY SHARES (CATEGORY) Indian Non- Government Company (Sub- Category)
Address of the Registered office and contact details	T-4, Okhla Industrial Area Phase-2 New Delhi-110020
Whether listed company	Company Listed on Bombay stock Exchange
Name, Address and Contact details of Registrar and Transfer Agent, if any	M/s. Beetal Financial & Computer Services (P) Ltd. Beetal House, 3 rd Floor, 99 Madangir, BH Local Shopping Complex, Near Dada Harsukhdas Mandir Delhi-110062

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Coffee	9961127	54%
2	Black Pepper	9961127	1.36%
3	Rice	9961111	44.64%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

Sl. No.	Name and Address of the company	CIN/ GLN	Holding / Subsidiary / Associates	% of Shares Held	Applicable Selection
1	NA	NA	NA	NA	NA

Annexure -I (Contd.)

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

(I) Category-wise-Share -Holding

Category of Shareholders	No. of Shares held at the begin87)				No. of Shares held at the end of the year (As on 31-March-2019)				% Change During the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
1) Indian									
a) Individual/ HUF	2117530	-	2117530	70.58	2117530	-	2117530	70.58	0
b) Central Govt	0	0	0	0	0	0	0	0	0
c) State Govt (s)	0	0	0	0	0	0	0	0	0
d) Bodies Corp	0	0	0	0	0	0	0	0	0
k) Banks / FI	0	0	0	0	0	0	0	0	0
l) Any Others	0	0	0	0	0	0	0	0	0
Total shareholding of Promoter (A)	2117530	-	2117530	70.58	2117530	-	2117530	70.58	.0
B. Public Shareholding									
1) Institutions	0	0	0	0	0	0	0	0	0
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks /F1	0	0	0	0	0	0	0	0	0
c) Central Govt	0	0	0	0	0	0	0	0	0
d) State Govt (s)	0	0	0	0	0	0	0	0	0
(e)Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) Files	0	0	0	0	0	0	0	0	0
h)Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
Others - Specify	0	0	0	0	0	0	0	0	0
Sub-total (B)(1)	0	0	0	0	0	0	0	0	0
2. Non-Institutions									
a) Bodies Corporates	0	75200	75200	2.52	0	75200	75200	2.52	0
l) Indian	0	0	0	0	0	0	0	0	0
ii) Overseas	0	0	0	0	0	0	0	0	0
iii) Individuals	0	0	0	0	0	0	0	0	0
i)Individual shareholders holding nominal share capital upto Rs. 1 lakh	0	226220	226220	7.54	0	226220	226220	7.54	0
ii)Individual shareholders holding nominal share capital excess Rs.1 lakh	492930	33800	526730	17.55	492930	33800	526730	17.55	0
c) Others Specify HUF	0	54320	54320	1.81	0	54320	54320	1.81	0
Non Resident Indians	0	0	0	0	0	0	0	0	0
Overseas Corporate Bodies	0	0	0	0	0	0	0	0	0
Foreign Nationals	0	0	0	0	0	0	0	0	0
Clearing Members	0	0	0	0	0	0	0	0	0

Annexure -I (Contd.)

Trusts	0	0	0	0	0	0	0	0	0
Foreign bodies- DR	0	0	0	0	0	0	0	0	0
Sub-Total (B)(2):-	492930	389540	882470	29.42	492930	389540	882470	29.42	0
Total Public Shareholding (B)=(B)(1)+ (B)(2)	492930	389540	882470	29.42	492930	389540	882470	29.42	0
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	2610460	389540	3000000	100%	2610460	389540	3000000	100%	0

B. Shareholding of Promoter-

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of shares Pledged / encumbered to total shares	
1	Madan Lall Jain	93615	3.12	Not Pledged	93615	3.12	Not Pledged	-
2	Shalini Jain	1013900	33.79	Not Pledged	1013900	33.79	Not Pledged	-
3	Akshita Jain	1010015	33.67	Not Pledged	1010015	33.67	Not Pledged	-

C. Change in Promoters' Shareholding (please specify, if there is no change)-

Sl. No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during of the year	
		No. of Shares	% of total shares of the co	No. of Shares	% of total shares of the co
1.	Shalini Jain				
	At the beginning of the year	1013900	33.79	1013900	33.79
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	0	0	0	0
	At the end of the year	1013900	33.79	1013900	33.79
2.	Akshita Jain				
	At the beginning of the year	1010015	33.67	1010015	33.67
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	0	0	0	0
	At the end of the year	1010015	33.67	1010015	33.67

Annexure -I (Contd.)

D. Shareholding Pattern of top ten Shareholders: (Other than Directors, Promoters and Holders of GDRs & ADRs.

Sl. No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during of the year	
		No. of Shares	% of total shares of the co	No. of Shares	% of total shares of the co
1.	Arvind Kumar Das				
	At the beginning of the year	33800	1.12	33800	1.12
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	NIL	NIL	NIL	NIL
	At the end of the year	33800	1.12	33800	1.12
2.	Madan Lall Jain & Sons				
	At the beginning of the year	20400	0.68	20400	0.68
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	NIL	NIL	NIL	NIL
	At the end of the year	20400	0.68	20400	0.68
3.	Madan Lall Jain & Sons Huf				
	At the beginning of the year	33920	1.13	33920	1.13
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	NIL	NIL	NIL	NIL
	At the end of the year	33920	1.13	33920	1.13
4.	Deepak Jain				
	At the beginning of the year	81500	2.71	81500	2.71
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	NIL	NIL	NIL	NIL
	At the end of the year	81500	2.71	81500	2.71

Annexure -I (Contd.)

5.	Suresh Gaur				
	At the beginning of the year	75600	2.52	75600	2.52
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	NIL	NIL	NIL	NIL
	At the end of the year	75600	2.52	75600	2.52
6.	Rajeev Sankhla	0	0	0	0
	At the beginning of the year	78450	2.61	78450	2.61
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	NIL	NIL	NIL	NIL
	At the end of the year	78450	2.61	78450	2.61
7.	Yunus Ansari				
	At the beginning of the year	91750	3.05	91750	3.05
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	NIL	NIL	NIL	NIL
	At the end of the year	91750	3.05	91750	3.05
8.	Praveen Mathur				
	At the beginning of the year	88750	2.95	88750	2.95
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	NIL	NIL	NIL	NIL
	At the end of the year	88750	2.95	88750	2.95
9.	Mohd. Firoz				
	At the beginning of the year	76880	2.56	76880	2.56
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	NIL	NIL	NIL	NIL
	At the end of the year	76880	2.56	76880	2.56

Annexure -I (Contd.)

10.	Mukesh Mehta				
	At the beginning of the year	20,000	0.66	20,000	0.66
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	NIL	NIL	NIL	NIL
	At the end of the year	20000	0.66	20000	0.66

E. Shareholding of Directors and Key Managerial Personnel.

Sl. No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during of the year	
		No. of Shares	% of total shares of the co	No. of Shares	% of total shares of the co
1.					
	At the beginning of the year	10,000	0.33	10,000	0.33
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	NIL	NIL	NIL	NIL
	At the end of the year	10000	0.33	10000	0.33

5. INDEBTEDNESS - Indebtedness of the Company including interest outstanding/accrued but not due for payment

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the year (Long term and Short Term)				
i) Principal Amount	2,78,12,659.07	3,98,02,456.00	0	6,76,15,115.07
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	0	0	0	0
Change in Indebtedness during the year	0	0	0	0
* Addition	3,25,28,306.44	9,56,84,404.00	0	12,82,12,710.44
* Reduction	3,05,88,369.91	11,78,50,730.00	0	14,84,39,099.91
Net Change	19,39,936.53	-2,21,66,326.00	0	-2,02,26,389.47

Annexure -I (Contd.)

Indebtedness at the end of the financial year (Long Term and Short Term)				
I) Principal Amount	2,97,52,595.60	1,19,01,726.00	0	4,16,54,321.60
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	57,34,404.00	0	
Total (i+ii+iii)	2,97,52,595.60	1,76,36,130.00	0	4,73,88,725.60

6. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL
A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

S.N.	Particulars of Remuneration	Name of MD/WTD/Manager			Total Amount
	Gross salary	Raj Kumar Jain			
		WTD			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	2,50000	—	—	2,50000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	—	—	—	—
	© Profits in lieu of salary under section 17(3) Income- tax Act, 1961	—	—	—	—
	Stock Option	—	—	—	—
	Sweet Equity	—	—	—	—
	Commission - as % of profit - others, specify...	—	—	—	—
	Others, please specify	—	—	—	—
	Total (A)	2,50000	—	—	2,50000
	Ceiling as per the Act: Remuneration is within Limit	—	—	—	11 % of Net Profit

B. Remuneration to other directors:

S.N.	Particulars of Remuneration	Name of Directors			Total Amount
1	Independent Directors	BC Ponnamma	Jyoti Singhvi	Aayushi Jain	
	Fee for attending board committee meetings	0	22500	22500	45000
	Commission				
	Others, please specify				
	Total (1)	0	22500	22500	45000
2	Other Non-Executive Directors	Sajjan Kumar Deora			
	Fee for attending board committee meetings				
	Commission				
	Others, please specify	1,31,365			1,31,365
	Total (2)				
	Total (B)= (1+2)				2,21,365

Annexure -I (Contd.)

	Total Management Remuneration				
	Overall Ceiling as per the Act Remuneration is within Limit				11% of Net Profit

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD

D.

S.N.	Particulars of Remuneration	Key Managerial Personnel		
		CS	CFO	Total
1.	Gross Salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	3,20,327	7,02,000	1022327
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961			
	© Profits in lieu of salary under section 17(3) Income- tax Act, 1961			
2.	Stock Option			
3.	Sweet Equity			
4.	Commission - as % of profit - others, specify...			
5.	Others, please specify			
	Total	3,20,327	7,02,000	1022327

7. Penalties / Punishment / Compounding of Offences: NIL

Type	Section of the Companies Act	Brief Description	Details	Authority (RD/NCLT/COURT)	Appeal made, if any
A. Company					
NIL					
Penalty					
Punishment					
Compounding					
B. Directors					
NIL					
Penalty					
Punishment					
Compounding					
C. Other Officers In Default					
NIL					
Penalty					
Punishment					
Compounding					

For Octavius Plantations Limited

Date : 27/08/2021

Place: New Delhi

Sd/-
Raj Kumar Jain
Whole time Director

Sd/-
Sajjan Kumar Deora
Director

Sd/-
Nagaraj Mramachandra Rao
Chief Financial Officer

Sd/-
Mr. Mohit Chauhan
Company Secretaru

Annexure- II

AUDIT COMMITTEE-TERMS OF REFERENCE

1. CONSTITUTION

The Audit Committee has been established by the Board of Directors of the Company.

2. MEMBERSHIP

- A. The members of the Audit Committee shall be appointed by the Board from amongst the Directors of the Company.
- B. The Audit Committee shall have minimum three Directors with Independent Directors forming a majority of the members of the Audit Committee.
- C. The Chairman of the Audit Committee shall be elected by the members of the Audit Committee among themselves.

3. QUORUM

The quorum necessary for the transaction of business shall be at-least two members or 1/3rd of total number of Directors whichever is higher, with at least two Independent Director. A duly convened meeting of the Audit Committee at which a quorum is present shall be competent to exercise all or any of the authorities, powers and discretions vested in or exercisable by the Audit Committee.

4. FREQUENCY OF MEETINGS

The audit committee shall meet at least four times in a year and not more than one hundred and twenty days shall elapse between two meetings.

5. MEETINGS

- A. Meetings of the Audit Committee may be called by the Chairman of the Audit Committee.
- B. Unless otherwise agreed, notice of each meeting confirming the venue, time and date together with an agenda of items to be discussed, shall be forwarded to each member of the Audit Committee and any other person required to attend, not later than 7 days before the date of the meeting.
- C. The Audit Committee may invite such of the executives, outside agency(ies) professional(s) as it considers appropriate, who are required to be presented for explaining any particular item(s) at the meeting.
- D. The intimation of the Audit Committee meetings, in which financials, reports of Auditors and other audit related matters are to be discussed, be given to Auditors of the Company.

6. DUTIES

The duties of the Audit Committee shall be:

- A. oversight of the listed entity's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- B. recommendation for appointment, remuneration and terms of appointment of auditors;
- C. approval of payment to statutory auditors for any other services rendered by the statutory auditors;

Annexure -II (Contd.)

- D. reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
- matters required to be included in the director's responsibility statement to be included in the board's report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;
 - changes, if any, in accounting policies and practices and reasons for the same;
 - major accounting entries involving estimates based on the exercise of judgment by management;
 - significant adjustments made in the financial statements arising out of audit findings;
 - compliance with listing and other legal requirements relating to financial statements;
- E. reviewing, with the management, the quarterly financial statements before submission to the board for approval;
- F. reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the board to take up steps in this matter;
- G. reviewing and monitoring the auditor's independence and performance, and effectiveness of Audit process;
- H. approval or any subsequent modification of transactions of the listed entity with related parties including giving omnibus approval subject to and in compliance with applicable laws and related party transaction policy of the Company;
- I. scrutiny of inter-corporate loans and investments;
- J. valuation of undertakings or assets of the listed entity, wherever it is necessary;
- K. evaluation of internal financial controls and risk management systems;
- L. reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
- M. reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- N. discussion with internal auditors of any significant findings and follow up there on;
- O. reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
- P. to look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
- Q. to review the functioning of the whistle blower mechanism;

Annexure -II (Contd.)

- R. approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate;
- S. Carrying out any other function as is mentioned in the terms of reference of the audit committee.
- T. management discussion and analysis of financial condition and results of operations;
- U. statement of significant related party transactions (as defined by the audit committee), submitted by management;
- V. management letters / letters of internal control weaknesses issued by the statutory auditors;
- W. internal audit reports relating to internal control weaknesses; and
- X. the appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee.
- Y. statement of deviations:
 - quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1).
 - annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7).

7. MINUTES

- A. The Audit Committee shall maintain written minutes of its meetings which shall be placed before the Board for noting and approval.
- B. Minutes of Audit Committee meetings shall be circulated promptly to all members of the Audit Committee.

8. ANNUAL GENERAL MEETING

The Chairman of the Audit Committee shall present at Annual General Meeting to answer shareholders queries.

9. RIGHT OF BEING HEARD

The Auditors of the Company and the Key managerial personnel shall have right to be heard in the meetings of the Audit Committee where the auditor's report are to be considered but they will not have any voting rights.

10. AUTHORITY

The Audit Committee is authorised by the Board to:

- A. To call for the comments of the auditors about internal control systems, the scope of audit, including the observations of the auditors and review of financial statement before their submission to the Board;
- B. To discuss any related issues with the internal and statutory auditors and the management of the company;
- C. To investigate into any activity with in terms of reference;
- D. Seek any information that it requires from any employee of the Company and all employees are directed to co-operate with any request made by the Audit Committee;

Annexure -II (Contd.)

- E. Obtain outside legal or other professional advice, at the Company's expense and secure the attendance of the outsiders with relevant experience and expertise if it considers necessary.

11. RECOMMENDATIONS

The recommendations of the Audit Committee shall be binding on the Board in terms of Section 177 of the Companies Act, 2013 and if, the Board does not accept the recommendations of the Audit Committee it shall record the reasons thereof and shall be disclosed in the Board's report.

12. CONFIDENTIALITY

Subject to provisions of the Companies Act, 2013 and rules made there under all the deliberations of the Audit Committee, and all records, material and information etc shall be considered confidential. Audit Committee members shall maintain the confidentiality of such deliberations, and shall safeguard such records, material and information from improper access.

13. AMENDMENTS

Keeping in mind the needs of the Company and legal scenario (if any), the Board of Directors reserves the right to amend the terms of reference of Audit Committee as and when required.

Date :27/08/2021

Place: New Delhi

For Octavius Plantations Limited

Sd/-
Raj Kumar Jain
Whole time Director

Sd/-
Sajjan Kumar Deora
Director

Sd/-
Nagaraj Mramachandra Rao
Chief Financial Officer

Sd/-
Mr. Mohit Chauhan
Company Secretaru

Annexure- III

VIGIL MECHANISM

1. INTRODUCTION

Octavius Plantations Limited (hereafter referred to as “**Company**”) believes in promoting a fair, transparent, ethical and professional work environment. Through this Vigil Mechanism Iris wants to promote integrity, professional conduct in the employees of the Company as well as to devise a mechanism to safeguard deviations from the standards defined in this policy. This mechanism is intended to provide mechanism for reporting genuine concerns and grievances to the management of the Company. So that these concerns can be dealt in a fair and unbiased manner as provided in Section 177(9) and Section 177(10) of the Companies Act 2013 read with rule 7 of chapter XII of the Companies Act. This whole mechanism shall be overseen by the Audit committee of the Company.

2. OBJECTIVE

- a. To encourage and provides a channel to the employees and directors of the Company to report to the management concerns about unethical behaviour, legal concerns, fraudulent behaviour, actual or suspected fraud or violation of the code(s) of conduct or policy of the Company.
- b. The Mechanism provides for adequate safeguards against victimization of employees and directors to avail of the mechanism and also provide for direct access to the Chairman of the Audit Committee in exceptional cases.

3. SCOPE

This Mechanism covers serious concerns that could have affect the operations and performance of the business of the Company and malpractices and events which have taken place / suspected to have taken place, misuse or abuse of authority, fraud or suspected fraud, violation of Company' rules, manipulations, negligence causing danger to public health and safety, misappropriation of monies, and other matters or activity on account of which the interest of the Company is affected.

4. APPLICABLE

All employees and directors of the Company are entitled to make disclosures under the Mechanism.

5. RECEIPT AND DISPOSAL OF DISCLOSURES

- a. Where any director or employee finds, feels or observes any of following activities (Not exhausted list) then he/she must within a period of 30 days of occurrence of event or on the date on which he comes to know, should report in writing in English language their complaint / grievance:
 - Any prejudicial act in which stakeholders interest or public interest is involved;
 - Serious frauds which are affecting or may affect the financial position of the Company;
 - Internal theft;
 - Inaccuracy in maintaining the Company's books of account and financial records;
 - Financial misappropriation and fraud;
 - Procurement fraud;
 - False expense reimbursements;

Annexure -III (Contd.)

- Misuse of company assets & resources;
 - Inappropriate sharing of company sensitive information;
 - Corruption & bribery;
 - Insider trading;
 - Unfair trade practices & anti-competitive behaviour;
 - Non-adherence to safety guidelines;
 - Sexual harassment;
 - Child labour;
 - Violation of human rights etc.
- b. The Complainant shall address their grievances to the Vigilance Officer as may be designated by the Audit Committee of the Company or the chairman of the Audit Committee in exceptional cases.
- c. The contact details of the chairman of the Audit Committee and Vigilance Officer of the Company are given below:

Ms. BOPPANDA CHENGAPPA PONNAMMA
(Chairman of Audit Committee)
Email id: info@octaviusplantations.com
C/O Octavius Plantations Limited
T-4, Okhla Industrial Area,
Phase-2, New Delhi-110020

Ms. Jyoti
(Vigilance Officer)
Email id: jyoti009@gmail.com
C/O Octavius Plantations Limited
T-4, Okhla Industrial Area,
Phase-2, New Delhi-110020

- d. The Vigilance Officer or the chairman of the Audit Committee, as the case may be, will maintain the confidentiality of the complainants in order to protect the identity of the complainant.
- e. The Vigilance Officer or the chairman of the Audit Committee, as the case may be, on receipt of the disclosure of any of the above fraud or events shall make a record of the disclosure and also ascertain from the complainant whether he was the person who made the disclosure or not. The record will include:
- Brief facts;
 - Whether the same disclosure was raised previously by anyone, and if so, the outcome thereof;
 - Whether the same disclosure was raised previously on the same subject;
 - Details of actions taken by Audit Committee for processing the complaint;
 - Findings of the Audit Committee;
 - The recommendations of the Audit Committee/ other action(s).
- f. The Audit Committee, if deems fit, may call for further information or particulars from the complainant.

Annexure -III (Contd.)

6. INVESTIGATION

- a. The investigation would be carried out by the Audit Committee either itself or at its discretion by involving any other official of the Company or an outside agency as it may deem fit to determine the authenticity of the allegations.
- b. Any member of the Audit Committee or such other officer involved in the investigation, having any conflict of interest with the matter, shall disclose his/her concern/interest forthwith and shall not take part in such investigation.
- c. The said investigation team shall not consist of any member who is involved in such allegations.
- d. The identity of all the employee/director against whom disclosure has been made shall be kept confidential to the extent possible given the legitimate needs of law and the investigation.
- e. All the employees/directors against whom disclosure has been made shall have a duty to cooperate with the Audit Committee during investigation to the extent that such co-operation sought does not merely require them to admit guilt.
- f. All the employee/director against whom disclosure has been made shall have right to access any document/ information for their legitimate need to clarify/ defend themselves in the investigation proceedings.
- g. All the employee/director against whom disclosure has been made shall have a responsibility not to interfere with the investigation. Evidence shall not be withheld, destroyed or tampered with, and witnesses shall not be influenced, coached, threatened.
- h. The Audit Committee as it deems fit, may call for further information from the complainant.
- i. The Audit Committee shall carry out detailed investigation if the reported disclosure is found to be correct and shall try its best to complete the investigation within 90 days from the date of receipt of complaint.

7. DECISIONS AND REPORTING

- a. If an investigation leads the Audit Committee to conclude that an improper or unethical act has been committed, then the Audit Committee shall record the result and forward it to the management of the Company to take such disciplinary or corrective action as he may deem fit against the concerned employee/director. The decision of the Committee shall be recorded with reasons and a copy of the same shall be forwarded to the complainant and the concerned employee/director who has done such improper or unethical act.
- b. If the report of investigation is not to the satisfaction of the complainant, the complainant has the right to report the event to the appropriate legal or investigating agency.
- c. However, if a complainant who makes false allegations of unethical & improper practices then disciplinary actions in accordance with the rules, procedures and policies of the Company shall be taken against the complainant as the Audit Committee may decide.

8. PENALTIES

If the alleged fraud or misconduct is proven after investigation, the Audit Committee may impose such penalty / fine as it may deem fit depending upon nature of fraud or unethical act done by the person.

Annexure -III (Contd.)

9. SECRECY AND CONFIDENTIALITY

a. The complainant, Members of Audit Committee and everybody involved in the process shall:

- Maintain confidentiality of all matters under this mechanism;
- Discuss only to the extent or with those persons as required under this mechanism for completing the process of investigations;
- Keep all the papers, communication (oral, writing or otherwise) completely confidential and fully protected from improper disclosures;

10. PROTECTION

a. The complainant would be given an option to keep his/her identity anonymous while reporting the incident to the Vigil Officer or the chairman of the Audit Committee. The Company will make no attempt to discover the identity of an anonymous such person. If such person identity becomes known during the course of the investigation, the Company will ensure that the identity of such person will be kept anonymous and confidential to the extent possible, unless required by law or in legal proceedings.

b. Any other employee/director assisting in the said investigation shall also be protected to the same extent as the complainant.

c. The Audit Committee would safeguard the complainant from any adverse action. This includes discrimination, victimization, retaliation, demotion or adoption of any unfair employment practices.

d. Protection under this Mechanism would not mean protection from disciplinary action arising out of false allegations made by a complainant.

11. ACCESS TO CHAIRMAN OF THE AUDIT COMMITTEE

The complainant shall have right to access chairman of the Audit Committee directly in exceptional cases and the chairman of the Audit Committee is authorized to prescribe suitable directions in this regard.

12. RETENTION OF DOCUMENTS

The evidences, documents received by the Audit Committee in due course of time during investigation shall be preserved for 8 years or for such period as may be specified by law in force in this regard from time to time.

13. RIGHT TO AMENDMENT

Keeping in mind the interest of the Company/employee and requirements of the Companies Act, 2013 and/or Rules made there under or any other law for the time being in force, the Company may amend or modify this policy. Any amendment or modification of the policy would be done by an appropriate authority as mandated in law.

For Octavius Plantations Limited

Sd/-
Raj Kumar Jain
Whole time Director

Sd/-
Sajjan Kumar Deora
Director

Date : 27/08/2021

Place: Delhi

Sd/-
Nagaraj Mramachandra Rao
Chief Financial Officer

Sd/-
Mr. Mohit Chauhan
Company Secretaru

Annexure- IV

RISK MANAGEMENT POLICY

1. INTRODUCTION

- 1.1 The Board of Directors of the Octavius Plantations Limited (hereinafter referred to as “**Company**”) has adopted risk management policy which contains the process with regards to risk management at Company.
- 1.2 It seeks to identify risks inherent in any business operations of the Company and provides guidelines to define, measure, report, control and mitigate the identified risks.

2. OBJECTIVE

- 2.1 The key objectives of this Risk management policy are:
 - a. To safeguard the Company property, interests, and interest of all stakeholders;
 - b. To lays down the framework that enables future activities to take place in a consistent and controlled manner;
 - c. To ensure that all the current and future material risk exposures of the company are identified, assessed, quantified, appropriately mitigated, minimized and managed;
 - d. To have the culture, processes and structures in the Company that is directed towards the effective management of potential opportunities and adverse effects;
 - e. To have a balance between the cost of managing risk and the anticipated benefits;
 - f. Improving decision making, planning and prioritization by comprehensive and structured understanding of business activities, volatility and opportunities/ threats;
 - g. To create awareness among the employees to assess risks on a continuous basis and develop risk mitigation plans in the interest of the Company;
 - h. Provide a system for setting of priorities when there are competing demands on limited resources;
 - i. Contributing towards more efficient use/ allocation of the resources within the organization;
 - j. Reducing volatility in various areas of the business;
 - k. To enable compliance with appropriate regulations, wherever applicable, through the adoption of best practices.

3. REGULATORY REQUIREMENT

- 3.1 This Risk management policy has been framed as per the following below mentioned regulatory requirements:
 - a. **Section 134(3) of the Companies Act, 2013:**
 - There shall be attached to financial statements laid before a company in general meeting, a report by its Board of Directors, which shall include—
 - (n) A statement indicating development and implementation of a risk management policy for the company including identification therein of elements of risk, if any, this in the opinion of the Board may threaten the existence of the company

Annexure -IV (Contd.)

b. Section 177(4) of the Companies Act, 2013

- Every Audit Committee shall act in accordance with the terms of reference specified in writing by the Board which shall, inter-alia, include—
 - (vii) Evaluation of internal financial controls and risk management systems.

c. SCHEDULE IV [Section 149(8)] of the Companies Act, 2013

- CODE FOR INDEPENDENT DIRECTORS

II. Role and functions:

The independent directors shall:

- (1) Help in bringing an independent judgment to bear on the Board's deliberations especially on issues of strategy, performance, risk management, resources, key appointments and standards of conduct.
- (2) satisfy themselves on the integrity of financial information and those financial controls and the systems of risk management are robust and defensible.

4. RISK MANAGEMENT

- 4.1 The Company shall lay down the procedure to inform the Board of Director about the risk management and minimization procedure.
- 4.2 The Board of Director shall be responsible for framing, implementing and monitoring this Risk management policy.
- 4.3 The Board of Director of the Company shall be responsible for reviewing the business plan at regular intervals and develop the Risk Management Strategy which shall encompass laying down guiding principles on proactive planning for identifying, analyzing and mitigating all the material risks, both external and internal viz. Environmental, Business, Operational, Financial and others.
- 4.4 The Board of Director / Audit Committee shall have the responsibility to communicate the Risk Management Strategy to various levels of management for effective implementation.
- 4.5 Analysis of all the risks thus identified shall be carried out by the Audit Committee/ Board of Director.

5. RISK IDENTIFICATION

- 5.1 Risk identification is the first step towards the management of the respective risks and to identify the Company exposure to uncertainty, the risk may be classified in the following:
 - a. Strategic risk;
 - b. Operational risk;
 - c. Raw Material risk;
 - d. Technology risk;
 - e. Financial Risk including Company assets and properties and foreign currency risks;
 - f. Legal risk;

Annexure -V (Contd.)

- g. Employee risk;
- h. Competition risk;
- i. Product Quality and Safety Standards, etc.

6. RISK MANAGEMENT PROCESS

6.1 The key risk management process would include:

- a. Risk Identification
- b. Assessment of identified risk
- c. Risk measurement
- d. Risk mitigation
- e. Monitoring of the risk mitigation efforts
- f. Risk reporting and disclosures
- g. Integration with strategy and business plan

7. RISK MANAGEMENT FRAMEWORK

7.1 The Board of Director / Audit Committee are required to play the following role under this Risk management policy:

- a. The Board of Director and the Audit Committee both are responsible for regulations and framing, implementing and monitoring risk management plan, having in place systems for risk management as part of internal controls with duty being cast upon Independent Directors to bring unbiased angle to the Board's deliberations on making risk management systems more robust.
- b. The Board of Director of the Company has overall responsibility for the Company internal control environment, and must strive to ensure that:
 - The Company has an integrated framework of control, based on formal procedures and appropriate delegation of authority and responsibility;
 - There is a disciplined approach to identification and management of risk;
 - Management has established and implemented a system for identifying, assessing, monitoring and managing material risk through the Company; and
 - These systems include internal compliance and controls.
- c. Have an awareness of and continually monitor the management of strategic risks.
- d. Be satisfied that processes and controls are in place for managing less significant risks.
- e. Be satisfied that an appropriate accountability framework is working whereby any delegation of risk is documented and performance can be monitored accordingly.
- f. Ensure risk management is integrated into board reporting and annual reporting mechanisms.
- g. The Audit Committee of the Board reviews Internal Audit findings, and provides strategic guidance on internal controls. It also monitors the internal control environment within the Company and ensures that Internal Audit recommendations are effectively implemented.

Annexure -V (Contd.)

h. Implementation of the risk management system and day-to-day management of risk is the responsibility of the Board of Director and Audit Committee, with the assistance of senior management, as required.

8. ROLE OF THE HEADS OF THE DEPARTMENTS

8.1 Heads of Departments shall be responsible for implementation of the risk management system as may be applicable to their respective areas of functioning and report to the Chief Financial Officer/ Chairman of the Audit Committee.

9. PENALTIES

9.1 The penalties are prescribed under the Companies Act, 2013 under various sections which stipulate having a Risk Management Framework in place and its disclosure.

9.2 According to the Section 134 (8) of the Companies Act, 2013, if a company contravenes the provisions of this section, the company shall be punishable with fine which shall not be less than fifty thousand rupees but which may extend to twenty-five lakh rupees and every officer of the company who is in default shall be punishable with imprisonment for a term which may extend to three years or with fine which shall not be less than fifty thousand rupees but which may extend to five lakh rupees, or with both.

10. RIGHT TO AMENDMENT

10.1 This risk management policy may be amended, modified or waived by the Board of Director of the Company, subject to applicable provisions of laws, rules, regulations and guidelines.

For Octavius Plantations Limited

Sd/-
Raj Kumar Jain
Whole time Director

Sd/-
Sajjan Kumar Deora
Director

Date :27/08/2021

Place: Delhi

Sd/-
Nagaraj Mramachandra Rao
Chief Financial Officer

Sd/-
Mr. Mohit Chauhan
Company Secretaru

Annexure -V (Contd.)

Details of Ratio of Remuneration of Directors

[Section 197(12) of the Companies Act, 2013 read with Rule 5 of Companies (Appointment and Remuneration of Managerial Personnel), Rules, 2014]

- I. The ratio of the remuneration of each director to the median remuneration of the employees and percentage increase in remuneration of each Director, Chief Financial Officer, Company Secretary or Manager, if any for the financial year 2020-2021 is as follows.

S . No.	Name	Designation	Ratio/Times per Median of employee remuneration	Percentage increase in remuneration
1.	Raj Kumar Jain	Whole Time Director	2.77	14%
2.	Sajjan Kumar Deora	Director	1.46	9.06%
3	Anjana Jain	Director	0.25	1.5%
4.	Nalini Jain	Director	0.25	1.5%
5	BC Ponnamma	Director	0.88	0.88%
6.	Mohit Chauhan	Company Secretary	3.55	22.11
7.	Nagaraj Mramachandra Rao	Chief Financial Officer	7.78	4.84

Appointment of Anjana Jain and Nalini Jain as director w.e.f 31.08.2021

- ii. Percentage increase in the median remuneration of all employees in the financial year 2020-2021:
- iii. Number of permanent employees on the rolls of Company: As Company is engaged into Coffee Plantation, Majority of the work force includes Contract Workers who works at Garden, and further Company has two employees on its Pay Roll.
- iv. Average percentile increases already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and Justification thereof and point out if there are any exceptional circumstances for increase in the managerial Remuneration: Nil
- v. Affirmation that the remuneration is as per the remuneration policy of the Company. Yes, the remuneration is as per the remuneration policy of the Company.
- vi. Employed throughout the year and was in receipt of remuneration not less than One Crore and two lakhs per annum. No employees as such
- vii. Employed for part of the year and was in receipt of remuneration not less than rupees Eight Lakhs and fifty thousand per month. No employees as such. No employees as such
- viii. Employed throughout the financial year or part thereof, was in receipt of remuneration in that year which, in the aggregate, or as the case may be, at a rate which, in the aggregate is in excess of that drawn by the managing director or whole time director or manger and hold by himself or along with spouse and dependent children, not less than 2 % of the equity shares of the company. No Employees as such.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Management of Octavius Plantations Limited is pleased to present Management Discussion and Analysis Report covering performance for the year 2018–2019 and outlook for the future. The report contains future predictions for the Company’s business based on current scenario:

Nature of Business

At present, the Company is engaged in the field of producing and processing coffee and spices. Today, the Company enjoys a prominent position in the market which is due to high quality products produced and supplied by them.

Company operates in following segments of producing edible products:

- **Coffee**
- **Spices**

It has 70 acres of coffee plantation at Kushalnagar in Coorg district, growing Arabica and Robusta coffee. Apart from the coffee grown in its plantation, it procures coffee from local and the Chikkamagaluru planters and get the same processed in its facilities for meeting its export obligations.

The Company grows black pepper in its plantations and procure cardamom and ginger from the farmers in the region. The graded spices are sold in the domestic market.

Industry Structure and Developments

In India, coffee is produced in territories that gets 2,500-4,000 mm rainfall for more than 100 days, accompanied by a perpetual dry period of a similar duration. Coffee-growing regions in our country have diverse climatic conditions, which are suitable for the cultivation of different types of coffee.

India produces and exports the third largest volume of coffee in Asia after Vietnam and Indonesia, while Brazil dominates production and exports globally. And, the sixth-largest producer and fifth-largest exporter of coffee in the world.

Coffee is one of the popular hot beverages in India alongside tea. The production of coffee lies primarily in the hills of the southern region, of which Karnataka accounts for the highest yield. In Kannada (regional language in Karnataka), the traditional name for coffee was “Boondh Bisneeru”, literally meaning 'beaned hot water'.

The coffee which remains is consumed primarily by South Indians who are known to have concocted what is called 'Kaapi' - the regional phonetic interpretation of 'coffee'. It is a blend of frothed and boiled milk with the decoction of finely brewed coffee powder in a traditional Indian filter made of out of two cylindrical metal cups. Outside the country, the Indian filter coffee is referred to as drip brew coffee.

Filter coffee became popular when Indian Coffee House – a café of the 1940s, run by the Coffee Board of India served it on their menu, thus becoming the drink of many Indians. There are about 400 chains of the Indian Coffee House across the country, following the first one in Jabalpur. The dawn of the 21st century saw establishments like Café Coffee Day, Barista, Costa Coffee, Starbucks among other major players of the coffeehouse market. Additionally, independent and regional outlets continue to emerge mainly in urban centers resulting in a highly fragmented coffee retail market.

India produces a wide range of spices and holds a prominent position in world spice production. Because of the varying climates - from tropical to sub-tropical to temperate-almost all spices grow splendidly in India. In reality almost all the states and union territories of India grow one or the other spices. Under the act of Parliament, a total of 52 spices are brought under the purview of Spices Board.

Opportunity, Threats, Risk and Concerns

While the economic downturn may negatively impact the speciality coffee growth curve – which was hitherto driven by the café culture and a desire to experience new offerings – we do see a shift in Roasters' preference towards reliable coffee companies. We continue to diversify our portfolio and seek growth opportunities in major consumption and growth markets. Our pursuit to gain substantial market share in all key geographies will be backed by continuous product development efforts and relentless pursuit of customer centricity.

The ecosystem from the farm to the cup is evolving at a rapid pace to address this cultural shift; an evolution that is getting further catalysed by the entry of international players. Apart from this, a number of home grown entrepreneurs are emerging to help spread the coffee culture and transform the entire coffee experience in homes through provision of freshly roasted coffee beans, a range of distinguished varieties of coffee as well as coffee brewing equipment.

The impact of this is expected to be particularly visible in North India, which has not been a traditionally coffee drinking market like South India.

Coffee consumption has only entered the urban, young demographic. For companies to be more profitable, they have to focus on their rural marketing applications to increase profitability.

Segment-wise or Product-wise Performance

As stated in Note No. 26 in Notes to Financial Statements for the year under review, the mainly the company had generated its revenue from the sale of coffee and coffee beans (Not Roasted) further some of the revenue had also been generated from trading of Pepper.

Internal Control Systems & their Adequacy

The Company has a proper and adequate system of internal controls. This ensures that all transactions are authorized, recorded and reported correctly, and assets are safeguarded and protected against loss from unauthorized use or disposition. In addition there are operational controls and fraud risk controls, covering the entire spectrum of internal financial controls.

The internal financial control framework has been designed to ensure that the financial and other records are reliable for preparing financial and other statements and for maintaining accountability of

assets. In addition, the Company has identified and documented the risks and controls for each process that has a relationship to the financial operations and reporting.

The Company also has an Audit Committee; comprising 3 (Three) professionally qualified Directors, who interact with the Statutory Auditors and Management in dealing with matters within its terms of reference. This Committee mainly deals with accounting matters, financial reporting and internal controls.

Outlook

Coffee Market is growing at a CAGR of 5.32% during the forecast period (2020 - 2025). Coffee is one of the world's favorite beverages and a major source of caffeine, coffee continues to be an essential factor in society's daily routine.

- The global coffee market is anticipated to reach US\$ 134.25 billion in 2024. Factors such as increasing out of home coffee consuming population, rapid urbanization, rising e-commerce retail sales, accelerating disposable income, increasing instant coffee preferences in emerging economies are expected to drive the market. However, the growth of the industry would be challenged by weather uncertainties and retails consolidations.
- The consumers prefer Nespresso coffee machines, coffee brewers, and drip coffee makers to prepare coffee at home. South America is the largest producer of Coffee in the world whereas, Europe being the largest producer of high-quality coffee. Germany, Italy, France, Spain, and the United Kingdom are the dominating coffee consumers in the European region.

Human Resources:

Human resources are important assets of your Company. Your Company has adopted employee friendly HR processes that help them continuously grow and offer them personal developmental opportunities. The Company's HR policies encourage talent acquisition and retention process, ensure transparency and facilitate development, building trust and encourage and support performance oriented environment.

Your Company has well-documented and updated policies in place to prevent discrimination and harassment, including sexual harassment. To discourage wrong doings, the Company has adopted a strong Vigil Mechanism Policy.

The Company has also adopted the Code of Conduct which renews our commitment to values of excellence and leadership with trust.

The employee-management relations have remained positive throughout the year. Initiatives are being taken to enhance the productivity of employees.

Financial & Operational Performances

The following table gives an overview of the financial results of the Company:

Particulars	2020-2021 (Rs.)	2019-2020 (Rs.)
Total Revenue	14,72,59,068.50	8,17,36,858.50
Total Expenses	13,73,69,697.58	80,101,163.93
Net Profit Before Tax	1,60,20,577.85	79,83,627.13
Tax Expense	11,74,740.00	-2,425.00
Net Profit After Tax	1,48,45,837.85	7,983,627.13
Earnings per Equity share		
(a) Basic and Diluted	4.95	2.66
No. of Equity Share (face value of Rs. 10 each)	30000000	30000000

Material Developments in Human Resources/Industrial Relations Front

The relationship with the employees was harmonious and cordial through the year.

Cautionary Statement

Statements in this Management Discussion and Analysis describing the Company's objectives, projections, estimates and expectations may be (forward looking statements) within the meaning of applicable laws and regulations. Actual results might differ substantially or materially from those expressed or implied.

For Octavius Plantations Limited

Sd/-
Raj Kumar Jain
Whole time Director

Sd/-
Sajjan Kumar Deora
Director

Date :27/08/2021

Place: Delhi

Sd/-
Nagaraj Mramachandra Rao
Chief Financial Officer

Sd/-
Mr. Mohit Chauhan
Company Secretaru

Form No. MR - 3

SECRETARIAL AUDIT REPORT

For The Financial Year ended 31ST March, 2021

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
M/s. OCTAVIUS PLANTATIONS LIMITED
T-4, Okhla Industrial Area, Phase-II
New Delhi - 110020

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Octavius Plantations 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.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2021 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2021 according to the provisions of:

- i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder.
- iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- l) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
- (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India, to the extent amended and notified from time to time.
- (ii) The Listing Agreements entered into by the Company with BSE Limited,

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc.

I further report that

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

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were 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.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

I/we 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.

I further report that during the audit period no events occurred which had bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines etc.

This report is to be read with our letter of even date which is annexed as "Annexure A" and forms an Integral Part of this report.

*For Sharma Nitesh and Associates
Practicing Company Secretary*

Date: 14.08.2021
Place: Delhi

***Sd/-Nitesh Kumar Sharma
(Proprietor)
M. No. 55712
COP No. 23517
UDIN: A055712C000788941***

“ANNEXURE – A”

**(TO THE SECRETARIAL AUDIT REPORT OF OCTAVIUS PLANTATIONS LIMITED
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2021)**

To,
The Members,
M/s. OCTAVIUS PLANTATIONS LIMITED
T-4, Okhla Industrial Area, Phase-II, New Delhi-20

Our report of even date is to be read along with this letter.

1. 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.
2. I have followed the Audit practices and processes as where appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial Records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management Representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations and standards is the responsibilities of the management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

***For Sharma Nitesh and Associates
Practicing Company Secretary***

**Date: 14.08.2021
Place: Delhi**

***Sd/-Nitesh Kumar Sharma
(Proprietor)
M. No. 55712
COP No. 23517
UDIN: A055712C000788941***

CORPORATE GOVERNANCE REPORT FOR THE YEAR 2020-2021

Members are hereby informed that according to Regulation 15 (2) and 27(2) of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, the compliance of Corporate Governance is not applicable to the listed entity having paid up equity share capital not exceeding Rs. 10 Cr and Net worth not exceeding Rs. 25 Cr.

In this regard, the company falls under criteria of Regulation 15 (2) (a) and is claiming exemption under Regulation 15(2), as the paid up capital and net worth of our Company are Rs. 3, 00, 00,000 (Rupees Three Crore Only) and Rs. 12, 20, 99, 462 (Rupees Twelve Crore Twenty Lakh Ninety Nine Thousand Four Hundred Sixty Two Only) respectively as on 31st March 2021, therefore, the company was not required to comply with the Regulation 27 of SEBI (LODR) Regulation, 2015.

*By the order of Board
For Octavius Plantations Limited*

Date:14/08/2021
Place: Delhi

*Raj Kumar Jain
Whole Time Director*

CEO/CFO CERTIFICATION

Compliance Certificate as required under Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To,
The Board of Directors
Octavius Plantations Limited,

I, to the best of my knowledge and belief, certify that

- A. I have reviewed financial statements and the cash flow statement for the financial year 2020-21 and that to the best my knowledge and belief:
- i. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - ii. These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. There are, to the best of my knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violates of the Company's code of conduct.
- C. I accept responsibility for establishing and maintaining internal controls for financial reporting and that I have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and i have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which i am aware and the steps i have taken or propose to take to rectify these deficiencies.
- D. I have disclosed, based on my evaluation wherever applicable to the Auditors and the Audit Committee that;
- i. there were no significant changes in internal controls over financial reporting during the year;
 - ii. there are no significant changes in accounting policies during the year, and
 - iii. there were no instances of significant fraud of which i am become aware and the involvement therein, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

*By the order of Board
For Octavius Plantations Limited*

Date:14.08.2021
Place: Delhi

*Nagaraj Mramachandra Rao
Chief Financial Officer*

DECLARATION REGARDING CODE OF CONDUCT

Declaration regarding compliance by Board Members and Senior Management Personnel with the Code of Conduct under Regulation 17 (5) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In accordance with Regulation 17 (5) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I hereby confirm that all the Directors and the Senior Management personnel of the Company have affirmed the compliance with Code of Conduct, as applicable to them for the financial year ended on 31st March, 2021.

*By the order of Board
For Octavius Plantations Limited*

Date:14.08.2021
Place: Delhi

Nagaraj Mramachandra Rao
Chief Financial Officer

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10) (i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members,
Octavius Plantations Limited
T-4, Okhla Industrial Area, Phase-2
New Delhi - 110020

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Octavius Plantations Limited having registered office at T-4, Okhla Industrial Area Phase-2, New Delhi – 110020 (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my/our opinion and to the best of my/our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me / us by the Company & its officers, I/We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2021 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

S. No.	Name of Director	DIN	Date of appointment in Company
1.	Mr. Raj Kumar Jain	03505168	31/08/2016
2.	Mr. Boppanda Chengappa Ponnamma	07076432	28/02/2015
3.	Mr. Sajjan Kumar Deora	08551288	31/08/2019
4.	Mrs. Anjana Jain	08924803	31/08/2020
5.	Mrs. Nalini Jain	08924809	31/08/2020

Ensuring the eligibility of for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

*For Sharma Nitesh and Associates
Practicing Company Secretary*

*Sd/-
Nitesh Kumar Sharma
(Proprietor)
M. No. 55712
COP No. 23517
UDIN: A055712C000788950*

Date: 14.08.2021
Place: Delhi

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF

OCTAVIUS PLANTATIONS LIMITED

(Formerly known as Rubal Leasing & Holding Limited)

Report on the Audit of the Standalone Financial Statements

Report on the Financial Statements

We have audited the accompanying financial statements of “Octavius Plantations Limited formerly known as Rubal Leasing & Holding Limited” (“the company”) which comprise the Balance Sheet as at 31st March 2021, and the Statements of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the statement of changes in Equity and for the year then ended, and notes to the financial statements including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 (“the Act”) in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended (“IND AS”) and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2021, and its profit, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

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

Other Information

The Company's Board of Directors are responsible for the other information. The other information comprises the information included in the annual report, for example, Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Risk Management Responsibility, Corporate Governance Report, Declaration regarding code of conduct, Secretarial Audit report and Shareholder's Information, but does not include the financial statements and our auditor's report thereon. The other information as stated above is expected to be made available to us after the date of this auditor's report.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

When we read the other information as stated above, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with Governance.

Management's Responsibility for the Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the IND AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the management or the Board of Directors 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 Responsibility for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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 financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls 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 in the financial statements made by management and Board of Directors.

Conclude on the appropriateness of Management and Board of Directors use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of section 143 of sub-section (11) of the Companies Act, 2013, we give in the "Annexure-B" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by section 143(3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b. In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c. The Balance Sheet, the Statement of Profit and Loss including other comprehensive income, the Cash Flow Statement and Statement of Change in Equity dealt with by this Report are in agreement with the books of account.
 - d. In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards (IND AS) specified under Section 133 of the Act.
 - e. On the basis of written representations received from the directors as on 31 March, 2021, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2021, 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". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

- a. With respect to the other matters to be included in the Auditors report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best our information and according to the explanations given to us, the remuneration paid/ provided by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act
- b. In our opinion and to the best of our information and according to the explanations given to us, we report as under with respect to other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014:
 - I. The Company has no pending litigations which would impact its financial position. However, the Company has received intimation U/S 143(1) for (a) AY 2012-13 against demand identification number 2013201237014760493C dated 20/06/2013 of Rs. 186,270.00 and (b) AY 2017-18 against demand identification number 2018201737104697263C dated 14/03/2019 of Rs. 38,19,370.00 (c) The Company has also received notice under section 143(3) for AY 2013-14 against demand identification number 2015201310012165730C dated 31st March 2016 of Rs. 10,987,059.00 for which Company is already contending, wherein Income of the Company was not treated as Agricultural Income.
 - II. The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses
 - III. There has been no amounts which is required to be transferred by the Company to the Investor Education and Protection Fund by the company during the year.

For Vidit Jain & Co.
Chartered Accountants
FRN 030229N

Proprietor: Vidit Jain
MN: 515581

Place: New Delhi
Date: 27.08.2021

UDIN: 21515581AAAADR7070

ANNEXURE “A” TO THE INDEPENDENT AUDITOR’S REPORT

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Octavius Plantation Limited Formerly known as Rubal Leasing & Holding Limited of even date)

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Subsection 3 of Section 143 of the Companies Act, 2013 (“the Act”)

We have audited the internal financial controls over financial reporting of OCTAVIUS PLANTATION LIMITED (“the Company”) as of March 31, 2021 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Board of Directors of the Company 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 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, 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.

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. 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.

Auditor's Report (Contd.)

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 information 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, 2021, 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.

Place: Delhi
Date: 27.08.2021
UDIN: 21515581AAAADR7070

For Vidit Jain & Co.
Chartered Accountants
FRN: 030229N
Proprietor : Vidit Jain
MN: 515581

ANNEXURE “B” TO THE INDEPENDENT AUDITOR’S REPORT

(The Annexure referred to in paragraph 2 of the Our Report of even date to the members of Octavius Plantation Limited formerly known as Rubal Leasing & Holding Limited on the accounts of the company for the year ended 31st March, 2021.)

On the basis of such checks as we considered appropriate and according to the information and explanation given to us during the course of our audit, we report that:

1.
 - (a) The company has maintained proper records showing full particulars including quantitative details and situation of its fixed assets i.e Property, Plant and Equipment.
 - (b) As explained to us, some of the fixed assets have been physically verified by the management in accordance with a programme of verification which, in our opinion provides for physical verification of all the fixed assets (PPE) at reasonable intervals. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
 - © In our opinion and according to the information and explanations given to us, no fixed asset has been disposed during the year and therefore does not affect the going concern assumption.
2.
 - (a) As explained to us, inventories have been physically verified during the year by the management at reasonable intervals.
 - (b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.
 - (c) In our opinion and on the basis of our examination of the records, the Company is generally maintaining proper records of its inventories. No material discrepancy was noticed on physical verification of stocks by the management as compared to book records.
3. According to the information and explanation given to us the Company has granted unsecured loans to companies,
 - (a) The rate of interest and other terms and condition of the grant of such loan are, in our opinion, *prima facie*, not prejudicial to the company's interest. However the loan provided to Sairam Agrocorp Private Limited and Vasudev Agro Foods Private Limited is doubtful as these companies are struck off.
 - (b) There is no overdue amount remaining outstanding as at the year-end.
According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has granted both short term and long term loans to different companies, firms or other parties. The year-end balance of total loan granted either short or long term is Rs. 61,745,482.00
 - (c) During the year the company has taken unsecured loan from different companies and Banks. The balance outstanding as at 31st March 2021 is Rs. 47,388,725.60. In respect of said loan and interest thereon, there is no overdue amounts.

Auditor's Report (Contd.)

- 6.
4. According to the information and explanations given to us, the Company has not accepted any deposits from the public during the year. Therefore the question of complying with directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed thereunder does not arise.
5. Having regard to the nature of the Company's business / activities, reporting under clause 3(vi) of the Order is not applicable to the Company.
6.
 - a) Based on the audit procedures applied by us and according to the information and explanations provided by the management, there were no particulars of contracts or arrangements referred to in section 189 of the Act that have been entered and no register is required to be maintained under that section.
 - b) As per information & explanations given to us and in our opinion, the transaction entered into by the company with parties covered u/s 189 of the Act does not exceeds five lacs rupees in a financial year therefore requirement of reasonableness of transactions does not arises.
7. As per information & explanations given by the management, the Company has an internal audit system commensurate with its size and the nature of its business.
8.
 - (a) Based on the audit procedures applied by us and according to the information and explanation given to us, the company had two different PAN and TAN numbers allotted to them. The company has already submitted the wrong PAN and TAN for cancellation.
 - (b) According to the information and explanations given to us, there is no amounts payable in respect of income tax, Goods & Service Tax and customs duty which have not been deposited on account of any disputes.
9. The Company does not have any accumulated loss and has not incurred cash loss during the financial year covered by our audit and in the immediately preceding financial year.
10. Based on our audit procedures and on the information and explanations given by the management, we are of the opinion that, the Company has not defaulted in repayment of dues to a financial institution, bank or debenture holders.
11. According to the information and explanations given to us, the Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.

Auditor's Report (Contd.)

12. The Company is not a chit fund or a nidhi /mutual benefit fund/society and hence reporting under clause 3(xii) of the Order is not applicable to the Company.
13. According to information and explanations given to us, the Company is trading in Shares, Mutual funds & other Investments. Proper records & timely entries have been maintained in this regard and further investments specified are held in their own name.
14. According to the information and explanations given to us, the Company has not given any guarantees for loan taken by others from a bank or financial institution.
15. Based on our audit procedures and on the information given by the management, we report that the company has not raised any term loans during the year.
16. Based on the information and explanations given to us and on an overall examination of the Balance Sheet of the Company as at 31st March, 2021, we report that no funds raised on short-term basis have been used for long-term investment by the Company.
17. Based on the audit procedures performed and the information and explanations given to us by the management, we report that the Company has not made any preferential allotment of shares during the year.
18. The Company has no outstanding debentures during the period under audit.
19. The Company has not raised any money by public issue during the year.
20. In our opinion and according to the information and explanations given to us, 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
21. Based on the audit procedures performed and the information and explanations given to us, we report that no fraud on or by the Company has been noticed or reported during the year, nor have we been informed of such case by the management.

For Vidit Jain & Co.
Chartered Accountants
FRN 030229N

Place: Delhi
Date: 27.08.2021
UDIN: 21515581AAAADR7070

Proprietor: Vidit Jain
MN: 515581

Balance Sheet As at 31st March, 2021

Particulars	Note	As at March 31, 2021	As at March 31, 2020
		Rs	Rs
I ASSETS			
Non-current assets			
(a) Fixed Assets	1	49,08,092.21	43,14,262.91
(l) Tangible Assets		49,08,092.21	43,14,262.91
(b) Non-Current Investments	2	57,42,782.00	57,42,782.00
© Long-Term Loans and Advances	3	1,81,862.00	1,81,862.00
	(l)	1,08,32,736.21	1,02,38,906.91
Current assets			
(a) Inventories	4	3,82,22,320.00	3,93,52,265.81
(b) Financial Assets	5	-	-
(l) Investments	6	-	-
(ii) Trade Receivables	7	5,70,80,775.49	1,17,48,376.00
(iii) Cash and Cash Equivalents	8	2,03,96,169.05	41,00,769.93
(iv) Bank Balance other than (iii) above	9	-	-
(v) Loans	10	6,17,45,482.00	5,92,89,286.00
(vi) Other Financials Assets	11	-	-
© Current tax Assets(Net)	12	-	-
(d) Other Current Assets	13	31,66,455.86	5,50,95,253.00
	(ii)	18,06,11,202.40	16,95,85,950.74
TOTAL (i + ii)		19,14,43,938.61	17,98,24,857.65
II EQUITY AND LIABILITIES			
Equity			
(a) Equity Share Capital	14	3,00,00,000.00	3,00,00,000.00
(b) Reserves and Surplus	15	9,20,99,462.65	7,89,69,194.80
	(i)	12,20,99,462.65	10,89,69,194.80
LIABILITIES			
Non-Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	16	1,76,36,130.00	3,98,02,456.00
(ii) Trade Payables	17		
(iii) Other financial liabilities	18		
(b) Provisions	19	11,54,448.00	
(c) Deferred Tax Liabilities(Net)	20	5,580.00	16,365.00
(d) Other non-current liabilities	21		
	(ii)	1,87,96,158.00	3,98,18,821.00
Current liabilities			
(a) Short-Term Borrowings	22	2,97,52,595.60	2,78,12,659.07
(b) Trade Payables	23	1,83,80,284.36	20,89,259.78
(c) Other current liabilities	24	12,29,913.00	11,34,923.00
(d) Short-term provisions	25	11,85,525.00	-
	(iii)	5,05,48,317.96	3,10,36,841.85
TOTAL	(i + ii + iii)	19,14,43,938.61	17,98,24,857.65

(III) Notes forming part of the Financial Statements 1-25

In terms of our report of even date attached.

For Vidit Jain & Co.
Chartered Accountants

Vidit Jain, FCA
FRN: 030299N
M.No. 515581

Place: Delhi
Dated: 27/08/2021

For and on behalf of the Board of Directors

Raj Kumar Jain **SAJJAN KUMAR DEORA**
(WHOLE TIME DIRECTOR) (DIRECTOR)
DIN: 03505168 **DIN: - 08551288**

NAGARAJ MRAMACHANDRA RAO **MOHIT CHAUHAN**
CFO COMPANY SECRETARY

Profit and Loss Account For the year ended as at 31st March, 2021

Particulars	Note	For the year ended As at	For the year ended As at
		March 31, 2021	March 31, 2020
		Rs	Rs
I. Continuing Operations			
(a) Revenue from Operations(Sales)	26	14,72,59,068.50	8,17,36,858.50
II. Other Income (Net)	27	61,31,206.93	63,47,932.56
III. TOTAL REVENUE (I+II)		15,33,90,275.43	8,80,84,791.06
IV. Expenses:			
(a)Purchases	28	10,60,15,809.25	5,22,69,759.00
(a)Cultivation Expenses	29	1,44,53,034.00	1,09,31,860.00
(b)Changes in Inventory	30	11,29,945.81	7,96,709.75
© Staff Benefit Expenses	31	22,22,037.00	16,53,300.00
(d)Operation and Other Expenses	32	1,34,22,252.64	1,44,00,297.20
(e)Depreciation Expense	1	1,26,618.88	49,237.98
TOTAL EXPENSES		13,73,69,697.58	8,01,01,163.93
V.PROFIT(LOSS) BEFORE EXCEPTIONAL ITEMS & TAX		1,60,20,577.85	79,83,627.13
VI.EXCEPTIONAL ITEMS		-	-
VII.PROFIT(LOSS) BEFORE TAX (V-VI)		1,60,20,577.85	79,83,627.13
VIII.TAX EXPENSE			
(a)Current Tax		11,85,525.00	
(b)Deferred Tax		(10,785.00)	2,425.00
		11,74,740.00	2,425.00
IX.PROFIT FOR THE YEAR		1,48,45,837.85	79,81,202.13

X.OTHER COMPREHENSIVE INCOME

Items that will not be reclassified to profit or loss

Tax on items that will not be reclassified to profit or loss

Items that will be reclassified to profit or loss:

Items that may be reclassified subsequently to profit or loss

Tax on items that may be reclassified to profit or loss

Total other comprehensive income/(loss) for the year, net of tax

Total comprehensive income for the year

XI. Earnings per equity share:

(a)Basic and Diluted	33	4.95	2.66
----------------------	----	------	------

No. of Equity Shares (face value of Rs. 10 each)	30,00,000	30,00,000
--	-----------	-----------

XII. Notes forming part of the Financial Statements

In terms of our report of even date attached:

For Vidit Jain & Co.
Chartered Accountants

Vidit Jain, FCA
FRN: 030299N
M.No. 515581

Place: Delhi
Dated 27/08/2021

For and on behalf of the Board of Directors

Raj Kumar Jain (WHOLE TIME DIRECTOR) DIN: 03505168	SAJJAN KUMAR DEORA (DIRECTOR) DIN: - 08551288
--	---

NAGARAJ MRAMACHANDRA RAO CFO	MOHIT CHAUHAN COMPANY SECRETARY
---------------------------------	------------------------------------

Cash Flow Statement for the year ended 31 March, 2021

Particulars	For the year ended As at March 31, 2021		For the year ended As at March 31, 2020	
	Rs	Rs	Rs	Rs
A. Cash flow from Operating Activities				
Net Profit / (Loss) before Extraordinary items and tax		1,60,20,577.85		79,83,627.13
<u>Adjustments for:</u>				
Depreciation and amortisation	-	1,26,618.88	-	49,237.98
Provision for impairment of fixed assets and intangibles				
Other non-cash charges (Prior Period Item)	-	-	-	-
Net unrealised exchange (gain) / loss				
Operating profit / (loss) before working capital changes		1,61,47,196.73		80,32,865.11
<u>Changes in working capital:</u>				
<u>Adjustments for (increase) / decrease in operating assets:</u>				
Inventories	11,29,945.81		7,96,709.75	
Trade receivables	-4,53,32,399.49		-1,17,48,376.00	
Short-term loans and advances	-24,56,196.00		-5,92,89,286.00	
Long-term loans and advances	-		-	
Other current assets	5,19,28,797.14		-68,68,929.96	
<u>Adjustments for increase / (decrease) in operating liabilities:</u>				
Trade payables	1,62,91,024.58		20,89,259.78	
Other current liabilities	94,990.00		7,28,022.00	
Other long-term liabilities	-		-	
Short-term Borrowings	-		-	
Long-term Borrowings	-2,21,66,326.00		3,98,02,456.00	
		-5,10,163.96		-3,44,90,144.43
Cash generated from operations		1,56,37,032.77		-2,64,57,279.32
Net income tax (paid) / refunds		-		-
Net Cash flow from / (used in) Operating activities (A)		1,56,37,032.77		-2,64,57,279.32
B. Cash flow from Investing Activities				
Capital Expenditure on Fixed assets, including capital work in progress	-32,45,448.18		-1,60,640.00	
		-32,45,448.18		-1,60,640.00
Net Cash flow from / (used in) Investing activities (B)		-32,45,448.18		-1,60,640.00
C. Cash flow from Financing Activities				
Proceeds from issue of equity shares				
Repayment of Long-term borrowings				
Dividend Paid				
Net increase / (decrease) in Working capital borrowings	19,39,936.53		2,78,12,659.07	
Net increase / (decrease) in Unsecured Loan				
Finance cost		19,39,936.53		2,78,12,659.07
Net Cash flow from / (used in) Financing activities (C)		19,39,936.53		2,78,12,659.07
Net increase / (decrease) in Cash and cash equivalents (A+B+C)		1,43,31,521.12		11,94,739.75
Cash and cash equivalents at the beginning of the year		41,00,769.93		29,06,029.88
		1,84,32,291.05		41,00,769.63
Cash and cash equivalents at the end of the year				
Reconciliation of Cash and cash equivalents with the Balance Sheet:				
Cash and cash equivalents as per Balance Sheet (Refer Note 14)		2,03,96,169.05		41,00,769.93
Cash and cash equivalents at the end of the year Comprises:				
(a) Cash on hand	1,95,30,551.83		38,51,100.25	
(b) Cheques, drafts on hand				
(c) Balances with banks				
(i) In current accounts	8,65,617.22		2,49,669.68	
(ii) In EEFC accounts				
(iii) In deposit accounts		2,03,96,169.05		41,00,769.93

As per our report of even date

For Vidit Jain & Co.
Chartered Accountants

Vidit Jain, FCA
FRN: 030299N
M.No. 515581

Place: Delhi
Dated: 27/08/2021

For and on behalf of the Board of Directors

Raj Kumar Jain **SAJJAN KUMAR DEORA**
(WHOLE TIME DIRECTOR) (DIRECTOR)
DIN: 03505168 DIN: - 08551288

NAGARAJ MRAMACHANDRA RAO **MOHIT CHAUHAN**
CFO COMPANY SECRETARY

OCTAVIUS PLANTATIONS LIMITED

Notes forming part of the Financial Statements

1)CORPORATE INFORMATION

Octavius Plantations Limited is engaged in the production, trading and distribution of Coffee. The Company has business operations mainly in India. The Company is a limited company incorporated and domiciled in India and has its registered office at 54/2&3, Hanuman Lane Connaught Place, New Delhi. The principal accounting policies applied in the preparation of the financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated

2)SIGNIFICANT ACCOUNTING POLICIES

a)Basis of preparation

The financial statements of Octavius Plantations Limited formerly known as Rubal Leasing & Holding Limited (“the company”) have been prepared and presented in accordance with the Indian Accounting Standards (“Ind AS”) notified under the Companies (Indian Accounting Standards) Rules 2015, as amended and as per other relevant provisions of the Act. The presentation of financial statements is based upon Ind AS Schedule III of Companies Act, 2013

b)Use of estimates

The preparation of financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. These estimates and associated assumptions are based on historical experiences and various other factors that are believed to be reasonable under the circumstances. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected

c)Fixed Assets

Property, Plant and Equipment are stated at cost of acquisition or construction less accumulated depreciation and impairment loss, if any. Cost includes expenditures that are directly attributable to the acquisition of the asset i.e., freight, duties and taxes applicable and other expenses related to acquisition and installation. The cost of self-constructed assets includes the cost of materials and other costs directly attributable to bringing the asset to a working condition for its intended use. Borrowing costs that are directly attributable to the construction or production of a qualifying asset are capitalized as part of the cost of that asset.

d)Depreciation

Depreciation and amortization is based on management estimates of the future useful lives of certain class of property, plant and equipment and intangible assets.

e)Impairment of Assets

All assets other than inventories, investments & deferred tax asset, are reviewed for impairment, wherever events or change in circumstances indicate that the carrying amount may not be recoverable. Assets whose carrying value exceeds their recoverable amount are written down to the recoverable amount.

f)Investments

All Quoted Investments should be measured at fair market value as per Ind AS 109, Investment in Preference Shares and Unquoted trade Investments are measured at amortized cost using Effective Rate of Return (EIR). Investments both Quoted and Unquoted are carried at face value as given in Note No. 2

g)Inventory Valuation

Inventories are valued at lower of cost or net realisable value. Cost is determined considering applicable cost incurred in producing and bringing inventories to their present location and condition.

h)Revenue recognition

Revenue from sale of goods is recognised when goods are delivered, which is when title is passed on to the customers. Revenue is recognized when the company satisfies a performance obligation by transferring a promised good or service to its customers. The company considers the terms of the contract and its customary business practices to determine the transaction price. Performance obligations are satisfied at the point of time when the customer obtains controls of the asset.

Revenue is measured based on transaction price, which is the fair value of the consideration received or receivable, stated net of discounts, returns and value added tax. Transaction price is recognised based on the price specified in the contract, net of the estimated sales incentives / discounts. Accumulated experience is used to estimate and provide for the discounts/ right of return, using the expected value method.

Other items of income are accounted as and when the right to receive arises.

OCTAVIUS PLANTATIONS LIMITED

Notes forming part of the Financial Statements

l) Foreign Currency Transactions

Income and expense in foreign currencies are converted at exchange rates prevailing on the date of the transaction. Gain/loss arising out of fluctuations on realisation/payment is charged/credited to the Statement of Profit and Loss

j) Borrowing Cost

Borrowing costs are recognised in the Statement of Profit and Loss for the period in which they are incurred except where the cost is incurred during the construction of an asset that takes a substantial period to get ready for its intended use, in which case, it is capitalised.

k) Provision for Current and Deferred Tax

Provision for current tax is made on the basis of estimated taxable income for the year in accordance with the provisions of the Income Tax Act, 1961.

Deferred tax resulting from “timing difference” between book and taxable profit is accounted for under the liability method, at the current rate of tax, to the extent that the timing differences are expected to crystallize. The deferred tax asset is recognized and carried forward only to the extent that there is a reasonable certainty that the asset will be realized in future.

l) Provisions, Contingent Liabilities & Contingent Assets

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent Liabilities are not recognized but are disclosed in the notes. Contingent Assets are neither recognized nor disclosed in the financial statements.

m) Cash and Cash Equivalents

The company considers all highly liquid financial instruments, which are readily convertible into cash and have original maturities of three months or less from the date of purchase, to be cash equivalents. Bank Of India Jodhpur Branch, Karnataka Bank Current Account and Karnataka Bank Indiranagar Branch have no transactions.

n) Current and noncurrent classification

All the assets and liabilities have been classified as current or noncurrent as per the Company’s normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013 and Ind AS 1, Presentation of financial statements. Assets: An asset is classified as current when it satisfies any of the following criteria:

- a. It is expected to be realized in, or is intended for sale or consumption in, the Company’s normal operating cycle;
- b. It is held primarily for the purpose of being traded;
- c. It is expected to be realized within twelve months after the reporting date; or
- d. It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date.

Liabilities: A liability is classified as current when it satisfies any of the following criteria:

- a. It is expected to be settled in the Company’s normal operating cycle;
- b. It is held primarily for the purpose of being traded;
- c. It is due to be settled within twelve months after the reporting date; or
- d. The Company does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

Current assets/ liabilities include the current portion of noncurrent assets/ liabilities respectively. All other assets/ liabilities are classified as noncurrent. Deferred tax assets and liabilities are always disclosed as non-current.

OCTAVIUS PLANTATIONS LIMITED

Notes forming part of the Financial Statements

l) Foreign Currency Transactions

Income and expense in foreign currencies are converted at exchange rates prevailing on the date of the transaction. Gain/loss arising out of fluctuations on realisation/payment is charged/credited to the Statement of Profit and Loss

j) Borrowing Cost

Borrowing costs are recognised in the Statement of Profit and Loss for the period in which they are incurred except where the cost is incurred during the construction of an asset that takes a substantial period to get ready for its intended use, in which case, it is capitalised.

k) Provision for Current and Deferred Tax

Provision for current tax is made on the basis of estimated taxable income for the year in accordance with the provisions of the Income Tax Act, 1961.

Deferred tax resulting from “timing difference” between book and taxable profit is accounted for under the liability method, at the current rate of tax, to the extent that the timing differences are expected to crystallize. The deferred tax asset is recognized and carried forward only to the extent that there is a reasonable certainty that the asset will be realized in future.

l) Provisions, Contingent Liabilities & Contingent Assets

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent Liabilities are not recognized but are disclosed in the notes. Contingent Assets are neither recognized nor disclosed in the financial statements.

m) Cash and Cash Equivalents

The company considers all highly liquid financial instruments, which are readily convertible into cash and have original maturities of three months or less from the date of purchase, to be cash equivalents. Bank Of India Jodhpur Branch, Karnataka Bank Current Account and Karnataka Bank Indiranagar Branch have no transactions.

n) Current and noncurrent classification

All the assets and liabilities have been classified as current or noncurrent as per the Company’s normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013 and Ind AS 1, Presentation of financial statements. Assets: An asset is classified as current when it satisfies any of the following criteria:

- a. It is expected to be realized in, or is intended for sale or consumption in, the Company’s normal operating cycle;
- b. It is held primarily for the purpose of being traded;
- c. It is expected to be realized within twelve months after the reporting date; or
- d. It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date.

Liabilities: A liability is classified as current when it satisfies any of the following criteria:

- a. It is expected to be settled in the Company’s normal operating cycle;
- b. It is held primarily for the purpose of being traded;
- c. It is due to be settled within twelve months after the reporting date; or
- d. The Company does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

Current assets/ liabilities include the current portion of noncurrent assets/ liabilities respectively. All other assets/ liabilities are classified as noncurrent. Deferred tax assets and liabilities are always disclosed as non-current.

OCTAVIUS PLANTATIONS LIMITED

Notes forming part of the Financial Statements

o)Recent Accounting Pronouncements

i)Ind AS 116, Leases: The Ministry of Corporate Affairs has notified the Ind AS 116, Leases which will be effective from April 1, 2019. Ind AS 116 would replace the existing leases standard Ind AS 17. The standard sets out the principles for the recognition, measurement, presentation and disclosures for both parties to a contract, i.e. the lessee and the lessor. Ind AS 116 introduces a single lessee accounting model and requires a lessee to recognise assets and liabilities for all leases with a term of more than 12 months, unless the underlying asset is of low value. Currently, operating lease expenses are charged to the statement of profit and loss. The Company is currently evaluating the effect of Ind AS 116 on the financial statements

ii)Amendment to Ind AS 12 'Income Taxes': On March 30, 2019, the Ministry of Corporate Affairs has notified limited amendments to Ind AS 12 'Income Taxes'. The amendments require an entity to recognise the income tax consequences of dividends as defined in Ind AS 109 when it recognises a liability to pay a dividend. The income tax consequences of dividends are linked more directly to past transactions or events that generated distributable profits than to distributions to owners. Therefore, an entity shall recognize the income tax consequences of dividends in profit or loss, other comprehensive income or equity according to where the entity originally recognised those past transactions or events. The amendment will come into force for accounting periods beginning on or after April 1, 2019. The Company is evaluating the effect of the above in the financial statements.

iii)Appendix C to Ind AS 12, Uncertainty over Income Tax Treatments: On March 30, 2019, Ministry of Corporate Affairs ("MCA") has notified the Companies (Indian Accounting Standards) Amendment Rules, 2019 containing Appendix C to Ind AS 12, Uncertainty over Income Tax Treatments which clarifies the application and measurement requirements in Ind AS 12 when there is uncertainty over income tax treatments. The current and deferred tax asset or liability shall be recognized and measured by applying the requirements in Ind AS 12 based on the taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates determined by applying this appendix. The amendment is effective for annual periods beginning on or after April 1, 2019. The Company is evaluating the effect of the above in the financial statements.

iv)Amendment to Ind AS 19 'Employee Benefits': On March 30, 2019, the Ministry of Corporate Affairs has notified limited amendments to Ind AS 19 'Employee Benefits' in connection with accounting for plan amendments, curtailments and settlements. The amendments require an entity to use updated assumptions to determine current service cost and net interest for the remainder of the period after a plan amendment, curtailment or settlement and to recognise in profit or loss as part of past service cost, or a gain or loss on settlement, any reduction in a surplus, even if that surplus was not previously recognised because of the impact of the asset ceiling. The amendment will come into force for accounting periods beginning on or after April 1, 2019. The Company is evaluating the effect of the above in the financial statements.

Notes forming part of the Financial Statements

2 : Non-Current Investments

Non-Current Investments consist of the following:

	As at March 31, 2021	As at March 31, 2020
a) Investments in Equity Shares (Unquoted) 5,67,000 Equity Shares of Tamil Nadu Mega Food Parks Ltd.	56,70,000.00	56,70,000.00
b) Investments in Equity Shares (Quoted)	72,782.00	72,782.00
	57,42,782.00	57,42,782.00

3 : Long-Term Loans and Advances

Long-Term loans and advances consist of the following:

	As at March 31, 2021	As at March 31, 2020
Considered good:		
a) Security Deposits		
National Savings Certificate	5,000.00	5,000.00
Electric Security	23,962.00	23,962.00
Gas Security	3,800.00	3,800.00
Telephone Security	5,228.00	5,228.00
Misc. Security Deposit	143,872.00	63,872.00
	181,862.00	101,862.00

6 : Inventories

Inventories consists of the following:

	As at March 31, 2021	As at March 31, 2020
a) A.C.	12600945	88,73,653.00
b) A.P.	12367850	1,22,98,293.85
c) R.C.	12628025	78,89,647.27
d) PEPPER	625500	27,09,500.38
e) Rice	0	19,35,200.00
f) Rice (Basmati)	0	35,527.18
e) RC AA	0	13,22,276.27
g) RC AB	0	36,31,842.12
h) RC PB	0	21,845.05
l) AC Bulk	0	6,34,480.69
	3,82,22,320.00	3,93,52,265.81

7 : Trade Receivables

Trade Receivables consists of the following:

	As at March 31, 2021	As at March 31, 2020
Considered good:		
a) Asterisk Infra Projects Pvt. Ltd.	4,77,244.00	22,96,376.00
b) Auroile Logistics Pvt. Ltd.	-	94,52,000.00
c) LMJ Services Limited	5,66,03,531.49	-
	5,70,80,775.49	1,17,48,376.00

Notes forming part of the Financial Statements

8 : Cash & Bank Balances

Cash and bank balances consist of the following:

	As at March 31, 2021	As at March 31, 2020
a)Cash and cash equivalents		
(i) Balance with banks		
Bank of India	7,163.48	7,163.48
Indian Bank	125079.98	76,735.00
Karnataka Bank	136547.15	1,36,547.15
Federal Bank	596826.61	-
Vijaya Bank	-	29,224.05
	8,65,617.22	2,49,669.68
(ii) Cash in hand	1,95,30,551.83	38,51,100.25
	2,03,96,169.05	41,00,769.93

10 : Loans

Loans consists of the following:

	As at March 31, 2021	As at March 31, 2020
Short term loan Considered good:		
a)BMA Steel Private Limited	7,29,724.00	1,05,92,875.00
b)Jai Salsara Balaji Industries	2,45,66,411.00	2,23,46,411.00
c)Nirmala Goenka Estate Private Limited	-	2,63,50,000.00
d)Jai Raj Ispat Limited	3,64,49,347.00	-
	6,17,45,482.00	5,92,89,286.00

13: Other Current Assets

Current Assets consists of the following:

	As at March 31, 2021	As at March 31, 2020
S Considered good:		
a) Other Advance (GST Input Credit)	860.00	-
b) Tax deducted at source (2020-21)	4,52,266.00	-
c) Tax deducted at source (2019-20)	44,753.00	6,05,875.00
d) Tax deducted at source (2018-19)	47,178.00	47,178.00
e TCS on Purchase	13,774.86	
f Other Advance	26,774.00	5,40,00,000.00
h Advances Given	25,80,850.00	4,42,200.00
	31,66,455.86	5,50,95,253.00

14: SHARE CAPITAL

a)The Authorised, Issued, Subscribed and Fully paid-up share capital comprises of equity shares and redeemable preference shares having a par value of Rs. 10 each as follows:

	As at March 31, 2021	As at March 31, 2020
Authorised 30,00,000 Equity Shares of Rs. 10 each	3,00,00,000.00	3,00,00,000.00
Issued, Subscribed and Fully paid up 30,00,000 Equity Shares of Rs. 10 each	3,00,00,000.00	3,00,00,000.00
	3,00,00,000.00	3,00,00,000.00

Notes Forming Part of the Financial Statements (Contd.)

b) Reconciliation of number of shares:

	As at March 31, 2021		As at March 31, 2020
	No. of Shares	Amount	No. of Shares
Opening balance	30,00,000	3,00,00,000.00	30,00,000
Changes during the yr.	-	-	-
Closing balance	30,00,000	3,00,00,000.00	30,00,000

c) Shares in the company held by each shareholder holding more than 5 percent shares:

Name of Shareholder	As at March 31, 2021		As at March 31, 2020	
	No. of Shares	% of holding	No. of Shares	% of holding
Akshita Jain	1,010,015	33.67%	1,010,015	
Shalini Jain	1,013,900	33.80%	1,013,900	

d) Rights, preferences and restrictions attached to the shares:
Equity Shares

The company has one class of equity shares having a par value of Rs. 10 each. Each shareholder is eligible for one vote per shares held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

15 RESERVES AND SURPLUS

Reserves and surplus consist of the following reserves:

	As at March 31, 2021	As at March 31, 2020
Surplus in Statement of Profit and Loss		
(i) Opening Balance	7,89,69,194.80	7,09,87,992.67
(ii) Add: Profit during the year	1,48,45,837.85	79,81,202.13
(iii) Add:- Provision of Income Tax Adjusted		-
(iv) Less :- Other Adjustment	(17,15,570.00)	-
- (v) Add: Share Premium		-
	9,20,99,462.65	7,89,69,194.80

16: BORROWINGS

Borrowings consist of the following reserves:

	As at March 31, 2021	As at March 31, 2020
(i) Octavius Tea & Industries Limited	1,76,36,130.00	3,98,02,456.00
	1,76,36,130.00	3,98,02,456.00

17: TRADE PAYABLES

Borrowings consist of the following reserves:

	As at March 31, 2021	As at March 31, 2020
	-	-
	-	-

Notes Forming Part of the Financial Statements (Contd.)

18: OTHER FINANCIAL LIABILITIES

Other financial liabilities consist of the followings

	As at March 31, 2021	As at March 31, 2020
	-	-
	-	-

19: PROVISIONS

Provisions consist of the followings

	As at March 31, 2021	As at March 31, 2020
(I) Provision for Income Tax FY 2020-21	11,54,448.00	
	11,54,448.00	-

20 DEFERRED TAX LIABILITY

Deferred Tax consist of the followings

	As at March 31, 2021	As at March 31, 2020
(i)Deferred Tax	5,580.00	16,365.00
	5,580.00	16,365.00

21: OTHER NON CURRENT LIABILITIES

Other Non Current consist of the followings

	As at March 31, 2021	As at March 31, 2020
	-	-
	-	-

22 : SHORT TERM BORROWINGS

Short term borrowings consist of the following reserves:

	As at March 31, 2021	As at March 31, 2020
<u>bank Overdraft</u>		
ICICI Bank, Jodhpur Br.	2,97,52,595.60	2,78,12,659.07
	2,97,52,595.60	2,78,12,659.07

23 : TRADE PAYABLES

Trade Payables consist of the following reserves:

	As at March 31, 2021	As at March 31, 2020
<u>Sundry Creditors</u>		
Kripa Impax, Raichur	-	19,35,200.00
LMJ Services Limited	-	64,400.00
delweiss Rural & Corporate Services Ltd	-	21,314.00
Indira Securities Pvt Ltd	-	16,485.78
Naresh Akshay Legal Services LLP	-	45,000.00
Vinayak Stores	-	6,860.00
OCTAVIUS TEA & INDUSTRIES LTD-KARNATAKA	1,83,80,284.36	-
	1,83,80,284.36	20,89,259.78

Notes Forming Part of the Financial Statements (Contd.)

24 : OTHER CURRENT LIABILITIES (Other current liabilities consist of the following:

	As at March 31, 2021	As at March 31, 2020
Statutory Liabilities		
TDS Payable	4,49,382.00	9,09,823.00
Other Payable	40,000.00	2,25,100.00
BB Bojjapa	5,00,000.00	
ABRAR ENGINEERING CORPORATION	65,070.00	
BEETAL FINANCIAL & COMPUTERS SERVICES (P) LTD.	20,900.00	
NARESH AKSHAY LEGAL SERVICES LLP	45,000.00	
NATIONAL SECURITIES DEPOSITORY LTD	17,276.00	
RAVINDER.K.GOEL & ASSOCIATES	27,625.00	
VIDIT JAIN & CO	50,830.00	
VINAYAKA STORES	13,830.00	
	12,29,913.00	11,34,923.00
Others	As at March 31, 2021	As at March 31, 2020
Current Income Tax (net)	11,85,525.00	
	11,85,525.00	-

26 : SALES Sales of the following:

	As at March 31, 2021	As at March 31, 2020
Traded Goods		
Sales of Coffee	3,48,68,138.00	1,32,98,371.00
Sales of Coffee Beans (Not Roasted)	4,46,52,890.50	3,76,69,865.50
Sale of Pepper	20,00,390.00	18,10,000.00
Sale of Rice	65737650.00	28958622.00
	14,72,59,068.50	8,17,36,858.50

27: OTHER INCOMES Other income consist of the following:

	As at March 31, 2021	As at March 31, 2020
Interest received on Loan	61,30,205.00	60,58,750.00
Discount Received	1,000.18	2,89,181.00
Miscellaneous Income - Rounded Off	1.75	1.56
	61,31,206.93	63,47,932.56

28 : PURCHASE

Purchase consist of the following:

	As at March 31, 2021	As at March 31, 2020
Purchase of Coffee Beans (Not Roasted)	4,23,42,309.25	2,15,40,768.00
Purchase of Rice	6,36,73,500.00	3,07,28,991.00
	10,60,15,809.25	5,22,69,759.00

29 : Cultivation Expenses (Cultivation Expenses consist of the following)

	As at March 31, 2021	As at March 31, 2020
Estate Expenses	52,51,705.00	29,03,730.00
Labour Charges	74,02,562.00	73,01,065.00
Plantation Expense	17,98,767.00	7,27,065.00
	1,44,53,034.00	1,09,31,860.00

30: Change in Inventory Change in Inventory is as below:

	As at March 31, 2021	As at March 31, 2020
Agriculture Produce:		
Opening Stock	3,93,52,265.81	4,01,48,975.56
Less: Closing Stock	3,82,22,320.00	3,93,52,265.81
	11,29,945.81	7,96,709.75

Notes Forming Part of the Financial Statements (Contd.)

31: Staff Benefit Expenses

Staff Benefit Expenses consist of the following:

	As at March 31, 2021	As at March 31, 2020
Salary & Wages	22,04,149.00	16,53,300.00
Staff Welfare Expenses	17,888.00	-
	22,22,037.00	16,53,300.00

32: Operations and Other Expenses

Operation and other Expenses consist of the following:

	As at March 31, 2021	As at March 31, 2020
Audit Fee	54,400.00	40,000.00
Bank Charges	22,523.86	12,308.68
Electricity & Water Expenses	1,02,843.00	92,517.00
Fuel Expenses	4,85,628.42	3,95,361.00
DG Hire Charges	1,91,240.00	-
Documentation Charges	6,217.00	20,000.00
Office Rent	92,700.00	96,800.00
Packing Charges	2,83,597.00	12,253.00
Office Expenses & Maintenance	6,364.00	481.00
Advertisement Charges	2,100.00	5,675.80
Interest Paid on loan	57,34,404.00	60,39,212.00
Printing & Stationery	4,816.00	3,138.00
Repairs & Maintenance	11,45,621.00	24,58,599.06
Security Charges	1,08,571.00	-
Telephone Charges	8,629.00	2,972.00
Transportation Charges	4,71,220.00	3,68,100.00
Professional Fees	91,292.00	58,500.00
Travelling Expenses	1,84,658.00	1,52,645.00
Licence Fees	4,89,121.13	35,53,941.78
Loading & Unloading Charges	2,71,255.00	2,10,512.00
Rates & Taxes	-	1,400.00
Conveyance Expenses	28,280.00	33,996.00
Sundry Balances Written off	-	(625.80)
Weighing Expense	13,128.00	-
General Expenses	23,119.23	35,280.34
Property Tax	5,090.00	2,685.00
Bank Processing Fees	-	-
38,222.34 Interest on late payment	28,600.00	15,000.00
GST Late Fees	140.00	-
Interest on TDS	90,781.00	-
Interest on Bank loan	27,47,123.00	1,00,405.00
Storage Expense	56,454.00	21,314.00
Courier charges	46,857.00	1,210.00
Fooding Expenses	7,448.00	-
Labour Welfare	6,05,610.00	5,90,355.00
Pooja Expenses	12,422.00	38,039.00
	1,34,22,252.64	1,44,00,297.20

33: Earnings per Equity Share

	As at March 31, 2021	As at March 31, 2020
Profit for the year	1,48,45,837.85	79,81,202.13
Amount available for Equity Shareholders	1,48,45,837.85	79,81,202.13
Weightage average number of shares	30,00,000	30,00,000
Earnings per share - Basic and Diluted	4.95	2.66
Face value per equity share	10	10.00

Notes forming part of the Financial Statements (Contd.)
Notes 1: Fixed Assets

Description	Gross Block			Depreciation			Net Block			
	Actual Cost 1 April, 2020	Additions	Sale	As at 31st March, 2021	up to 01.04.2020	For the Year	Deletions	up to 31st March, 2021	as at 31st March, 2021	as at 31st March, 2020
Padmavati Estate	65,21,178.16	3,51,648.18	-	68,72,826.34	23,51,155.07	1,13,937.87		24,65,092.94	44,07,733.40	41,70,023.09
Fencing	2,00,000.00	1,12,800.00	-	3,12,800.00	56,395.09	12,681.01		69,076.11	2,43,723.90	1,43,604.91
Furniture & Fixture	55,473.30	-	-	55,473.30	54,838.39	-		54,838.39	634.91	634.91
Cross Beeds Cows		2,56,000.00		2,56,000.00					2,56,000.00	-
Total	67,76,651.46	7,20,448.18	-	74,97,099.64	24,62,388.55	1,26,618.88	-	25,89,007.44	49,08,092.21	43,14,262.92
Previous year	66,16,011.46	1,60,640.00	-	67,76,651.46	24,13,150.57	49,237.98	-	24,62,388.56	43,14,262.91	42,02,860.89



OCTAVIUS PLANTATIONS



Corporate Office :

KOLKATA

2, TRANSPORT DEPOT ROAD
KOLKATA, WEST BENGAL 700 088
PHONE: +91 33 2231 0950/51/52
FAX:+91 33 2231 2525
E-mail: csdelhi@octavius.in

Registered Office :

DELHI

T-4, OKHLA INDUSTRIAL AREA
PHASE-2, NEW DELHI-110020
PHONE: +91 45542200
FAX:011-45542200
E-mail: csdelhi@octavius.in