



# **33<sup>rd</sup> ANNUAL REPORT 2022**



**RASHTRA DEEPIKA LTD**

**CIN: U22122KL1989PLC005447**

**KOTTAYAM-686001**



**136 Years of Service to the Nation**



## **CONTENTS**

- ◆ Board of Directors
- ◆ Notice
- ◆ Board Report
- ◆ Independent Auditor's Report on Consolidated Financial Statements
- ◆ Consolidated Balance Sheet
- ◆ Consolidated Profit & Loss Account
- ◆ Consolidated Cash Flow Statement
- ◆ Notes to Consolidated Financial Statements
- ◆ Independent Auditor's Report of Rashtra Deepika Ltd.
- ◆ Balance Sheet of Rashtra Deepika Ltd.
- ◆ Profit & Loss Account of Rashtra Deepika Ltd.
- ◆ Cash Flow Statement of Rashtra Deepika Ltd.
- ◆ Notes to Financial Statements of Rashtra Deepika Ltd.
- ◆ Board Report of Rashtra Deepika News Corporation Pvt. Ltd.
- ◆ Independent Auditor's Report of Rashtra Deepika News Corporation Pvt. Ltd.
- ◆ Balance Sheet of Rashtra Deepika News Corporation Pvt. Ltd.
- ◆ Profit & Loss Account of Rashtra Deepika News Corporation Pvt. Ltd.
- ◆ Cash Flow Statement of Rashtra Deepika News Corporation Pvt. Ltd.
- ◆ Notes to Financial Statements of Rashtra Deepika News Corporation Pvt. Ltd.
- ◆ Procedure of E-Voting & Video Conferencing



## BOARD OF DIRECTORS

- |                                       |                        |
|---------------------------------------|------------------------|
| 1. Dr. Francis Cleetus                | - Chairman             |
| 2. Rev. Fr. Mathew Chandrankunnel     | - Managing Director    |
| 3. Mr. George Jacob Mannamplackal     |                        |
| 4. Mr. C.P. Paul                      |                        |
| 5. Mr. Johny Kuruvilla                |                        |
| 6. Mr. Jacob Joseph Kunju             |                        |
| 7. Mr. Devis Edukulathur Ittoop       | - Vice Chairman        |
| 8. Mr. V.C. Sebastian                 |                        |
| 9. Mr. K.O. Ittoop                    |                        |
| 10. Mr. Benny Mathew                  |                        |
| 11. Rev. Fr. Michael Joseph           |                        |
| 12. Rev. Fr. Sebastian Manickathan    |                        |
| 13. Rev. Fr. Gregory Onamkulam        |                        |
| 14. Rev. Fr. Thomas Mathew            |                        |
| 15. Rev. Fr. Joseph Ottaplackal       |                        |
| 16. Rev. Fr. Sebastian Elanjickal     |                        |
| 17. Rev. Fr. George Edayadiyil        |                        |
| 18. Rev. Dr. John C.C.                |                        |
| 19. Rev. Fr. Bobby Alex Mannamplackal | - Alternative Director |

## AUDITOR

Mr. Pratheesh Joseph Job - Chartered Accountant, Changanacherry

## BANKERS

South Indian Bank, Kottayam

## REGISTERED OFFICE

DEEPIKA BUILDINGS  
P.B. NO. 7  
COLLEGE ROAD  
KOTTAYAM - 686 001  
KERALA, INDIA



## NOTICE TO SHAREHOLDERS

Notice is hereby given that the 33rd Annual General Meeting of the Members of Rashtra Deepika Limited will be held on Friday, 23rd September, 2022 at 11:00 a.m. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") to transact the following business:

### Ordinary Business

1. To consider and adopt the standalone and consolidated financial statements of the Company for the financial year ended 31st March, 2022, together with the Directors' and Auditors' Reports thereon.
2. To appoint a Director in the place of Mr. Benny Mathew (DIN: 03195206), who retires at this Annual General Meeting and being eligible, offers himself for re-appointment.
3. To appoint a Director in the place of Mr. Paul Pavunny Chungath (DIN: 00519934), who retires at this Annual General Meeting and being eligible, offers himself for re-appointment.
4. To appoint a Director in the place of Fr. Sebastian Elanjickal (DIN: 08288802), who retires at this Annual General Meeting, and being eligible, offers himself for re-appointment.
5. To appoint a Director in the place of Fr. Joseph Ottaplackal (DIN: 08474493), who retires at this Annual General Meeting and being eligible, offers himself for re-appointment.
6. To appoint M/s. Jameskutty & Associates., Chartered Accountants, Kottayam as Statutory Auditors of the Company and to fix their remuneration.

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 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification, amendment or enactment thereof, for the time being in force), M/s. Jameskutty & Associates, Chartered Accountants, Kottayam (Firm Registration No. 008224S) be and are hereby appointed as Statutory Auditor of the Company, to hold the office from the conclusion of the 33rd Annual General Meeting until the conclusion of the 38th Annual General Meeting of the Company to be held in the year 2027 at such remuneration plus applicable taxes and reimbursement of out-of-pocket expenses in connection with the Audit as may be mutually agreed between the Board of Directors of the Company and the Auditors."

### Special Business

#### 7. Ratification of Appointment of Fr. Mathew Chandrankunnel (DIN: 08362156) as Managing Director of the Company

To consider and if thought fit, to pass the following as an Ordinary Resolution:

"RESOLVED THAT in accordance with clause 118 of the Articles of Association of the Company and subject to the provisions of sections 196, 197, 203 and Schedule V of the Companies Act 2013, the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force, approval of the members be and is hereby given for the appointment of Fr. Mathew Chandrankunnel (DIN: 08362156) as Managing Director of the Company for a period of three year, with effect from 15th February, 2022 at salary and allowances amounting to Rs 20,000/- (Rupees twenty thousand) per month."

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts and deeds and take all steps as may be necessary, proper or expedient to give effect to this resolution".

#### 8. Ratification of appointment of Fr. Michael Joseph (DIN: 07966441) as Whole-time Director of the Company:

To consider and if thought fit, to pass the following as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197 and 203 of the Companies Act, 2013 read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) and enactment(s) thereof for the time being in force), the consent of the members be and is hereby accorded for the re-appointment of Fr. Michael Joseph (DIN: 07966441) as a Whole Time Director of the Company for a period of three year, with effect from 29th March, 2022 at a salary of Rs. 20,000/- per month.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts and deeds and take all steps as may be necessary, proper or expedient to give effect to this resolution".

#### 9. Increase in Authorised Share Capital of the Company and consequential amendment in Memorandum of Association 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 61 and other applicable provisions, if any, of the Companies Act, 2013 (including any amendment thereto or re-enactment thereof) and the Rules framed thereunder, consent of the members of the Company be and is hereby accorded for increase in the Authorised Share Capital of the Company from existing Rs. 45,00,00,000 (Rupees Forty Five crore) divided into 45,00,000 (Forty Five Lakhs) Equity Shares of Rs.100/- each to Rs. 50,00,00, 000 (Rupees Fifty Crore) divided into 50,00,000 (Fifty Lakhs) Equity Shares of Rs. 100/- each ranking pari passu in all respect with the existing Equity Shares of the Company as per the Memorandum and Articles of Association of the Company.





**RESOLVED FURTHER THAT** pursuant to Section 13 and all other applicable provisions, if any, of the Companies Act, 2013, consent of the members of the Company be and is hereby accorded, for alteration of Clause V of the Memorandum of Association of the Company by substituting in its place and stead the following:-

"The Authorised Capital of the Company is Rs. 50,00,00,000 (Rupees Fifty Crore) divided into 50,00,000 (Fifty Lakhs) Equity Shares of Rs. 100/- each with power to increase or reduce the same."

**RESOLVED FURTHER THAT** approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection including seeking all necessary approvals to give effect to this Resolution and to settle any questions, difficulties or doubts that may arise in this regard."

#### **10. Alteration of Articles of Association of the Company consequent to increase in share capital**

To consider and if thought fit, to pass, with or without modification, the following resolution as a Special Resolution:

"**RESOLVED THAT** pursuant to the provisions of Section 14, 61, 64 and other applicable provisions of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 (including any statutory modification(s), enactment(s) or re-enactment(s) thereof for the time being in force), the Members do hereby approve the alteration of Articles of Association, by substituting the existing Article 3 with the following new Article 3:

"The authorized share capital of the Company is Rs. 50,00,00, 000 (Rupees Fifty Crore) divided into 50,00,000 (Fifty Lakhs) Equity Shares of Rs. 100/- each with power to increase, reduce, consolidate, divide or rearrange the share capital for the time being into several classes with preferential rights or privileges as may be decided by the company."

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

#### **11. To allot equity shares of the Company on Preferential Basis:**

To consider and if thought fit, to pass the following resolution as a Special Resolution:

"**RESOLVED THAT** pursuant to Section 42, 62 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014, and such others rules and regulations made thereunder (including any amendments, statutory modification(s) and/ or re-enactment thereof for the time being in force), and the Memorandum and Articles of Association of the Company, consent of the members of the company be and is hereby accorded for offering, issuing and allotting **13,45,330** (Thirteen Lakh Forty Five Thousand Three Hundred and Thirty) equity shares of Rs.100/- each for cash at a price as decided by the Board of Directors, on preferential basis to the persons as per list attached."

Kottayam  
19.08.2022

**By order of the Board**  
Sd/- **Fr. Mathew Augustine Chandrankunnel**  
(DIN 08362156) (Managing Director)

#### **Notes:-**

1. Considering the ongoing Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has, vide its circular 20/2020 dated May 05, 2020 read with General Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020, General Circular No. 02/2021 dated January 13, 2021 and General Circular No. 02/2022 dated May 5, 2022 (collectively referred to as "MCA Circulars"), permitted convening the Annual General Meeting ("AGM" / "Meeting") through Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM"), at a common venue. In accordance with the MCA Circulars, provisions of the Companies Act, 2013 "The Act") the AGM of the Company is being held through VC / OAVM.
2. The deemed venue of the 33<sup>rd</sup> AGM shall be the Registered Office of the Company, situated at Rashtra Deepika Buildings, P B No 7, College Road, Kottayam 686001, Kerala.
3. 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 MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020, the Company is providing 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 (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-voting agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL. The process of remote e-voting with necessary user ID and password is given in the subsequent paragraphs.
4. The Company has enabled the Members to participate at the 33<sup>rd</sup> AGM through the VC facility by Zoom meeting. The instructions for participation by members are given in the subsequent paragraphs. Participation at the AGM through VC shall be allowed on a first-come-first-served basis. This will not include large Shareholders (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., who are allowed to attend the AGM without restriction, on account of first-come first-served basis.



5. As per the provisions under the MCA Circulars, members attending the 33<sup>rd</sup> AGM through VC shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
6. As per the Companies Act, 2013, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf. Since the 33<sup>rd</sup> AGM is being held through VC as per the MCA Circulars, the facility for appointment of proxies by the Members will not be made available for the 33<sup>rd</sup> AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
7. Members joining the meeting through VC, who have not already cast their vote by means of remote e-voting, shall be able to exercise their right to vote through e-voting at the AGM. The Members who have cast their vote by remote e-voting prior to the AGM may also join the AGM through VC, but shall not be entitled to cast their vote again.
8. In line with the MCA Circulars, the Notice of the AGM along with the Annual Report 2021-22 is being sent only through electronic mode - to those Members whose e-mail addresses are registered with the Company/ Depositories. Also the Notice calling the AGM has been uploaded on the website of the Company, at [www.deepika.com](http://www.deepika.com). The Notice can also be accessed from the websites of the CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. [www.evotingindia.com](http://www.evotingindia.com).
9. The Company has appointed Mr. P. V Paulose, Practising Company Secretary, to act as the Scrutinizer, to scrutinize the e-voting process of the 33<sup>rd</sup> AGM in a fair and transparent manner.
10. A statement pursuant to Section 102(1) of the Companies Act 2013 relating to certain ordinary business and the special businesses to be transacted at the 33<sup>rd</sup> AGM is annexed hereto.
11. As the 33<sup>rd</sup> AGM is being held through VC, the route map is not annexed to this Notice.

#### THE INSTRUCTIONS TO SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

- (i) The voting period begins on 20.09.2022 AT 9 A.M and ends on 22.09.2022 AT 5 P.M. During this period, shareholders of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date of Friday, 16th September 2022, may cast their votes electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode CDSL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> <li>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 <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li> <li>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 &amp; 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.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page or click on <a href="https://evoting.cdslindia.com/Evoting/EvotingLogin">https://evoting.cdslindia.com/Evoting/EvotingLogin</a> The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be 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.</li> </ol>

**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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 and 022-23058542-43.



(i) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

- a. The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- b. Click on "Shareholders" module.
- c. Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID
  - b. For NSDL: 8 Character DP ID followed by 8 Digit Client ID
- c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- d. Next enter the Image Verification as displayed and Click on Login.
- e. If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- f. If you are a first-time user, follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by the Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>Members who have not updated their PAN with the Company/Depository Participant, are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field (shareholders are requested to use the sequence number sent by Company/RTA or contact Company/RTA).</li> <li>In case the sequence number is less than 8 digits, enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. <b>Eg.</b> If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</li> </ul>
Dividend Bank Details OR Date of Birth (DoB)	<p>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.</p> <ul style="list-style-type: none"> <li>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 as mentioned in instruction (v).</li> </ul>

- g. After entering these details appropriately, click on "SUBMIT" tab.
- (v) 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.
- h. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- i. Click on the EVSN for the Rashtra Deepika Limited resolution on which you choose to vote.
- j. 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.
- k. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- l. 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.
- m. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- n. You can also take a print of the votes cast by clicking on "Click here to print" option on the voting page.
- o. 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.
- p. **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](http://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](mailto: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.
- The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto: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 favour 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; [cs@deepika.com](mailto:cs@deepika.com), 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 ATTENDING THE AGM THROUGH VIDEO CONFERENCING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. Shareholder will be provided with a facility to attend the AGM through VC (Zoom App) through the CDSL e-Voting system. Shareholders may access the same at <https://www.evotingindia.com> under shareholders/members login by using the remote e-voting credentials.
3. The link for VC will be available in shareholder/members login where the EVSN of Company will be displayed.
4. Click on Live Streaming Link. Enter the following details:

**Meeting ID: 870 8797 4722**

**Passcode: 343558**

5. Shareholders to download the Zoom App by using the following method to attend the AGM:
  - i. **Zoom software via mobile:** you may type zoom cloud meeting in the play store tab in your Android/iOS mobile and you will get the app listed on it. You can install the same and tap on join meeting after installation.
  - ii. **Zoom via desktop/laptop:** download the zoom app by typing zoom video conferencing on your Google/Internet Explorer tab and you will be directed to download the app. Download the app by clicking the link.  
*After downloading the Zoom App, please follow the process as per the instruction number 1 referred above.*
6. Facility of joining the AGM through VC shall be open 30 minutes before the time scheduled for the AGM.
7. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
8. Further, shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
9. 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 a Stable Wi-Fi or LAN connection to mitigate any kind of the aforesaid glitches.
10. 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 atleast **5 days prior to the meeting**, mentioning their name, demat account number/folio number, email id, mobile number at [cs@deepika.com](mailto:cs@deepika.com). The shareholders who do not wish to speak during the AGM, but have queries, may send their queries in advance **5 days prior to the meeting** mentioning their name, demat account number/folio number, email id, mobile number at [cs@deepika.com](mailto:cs@deepika.com). These queries will be replied to by the company suitably, by email.
11. Only those shareholders who have registered themselves as a speaker will be allowed to express their views/ask questions during the meeting.

#### PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING ON THE RESOLUTIONS PROPOSED IN THIS NOTICE:

- i. 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 [cs@deepika.com](mailto:cs@deepika.com).
- ii. For Demat shareholders - please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account Statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to [cs@deepika.com/info@skdc-consultants.com](mailto:cs@deepika.com/info@skdc-consultants.com).

#### INSTRUCTIONS TO SHAREHOLDERS FOR E-VOTING DURING THE AGM ARE AS UNDER:

1. The procedure for e-Voting on the day of the AGM is the same as the instructions mentioned above for Remote e-voting.
  2. Only those shareholders, who are present in the AGM through VC facility and have not cast their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through the e-Voting system available during the AGM.
  3. 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 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.
  4. Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
- If you have any queries or issues regarding attending AGM & e-Voting from the e-Voting System, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact Mr. Nitin Kunder (022-23058738) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542).
- All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, 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](mailto:helpdesk.evoting@cdslindia.com) or call on 022-23058542/43.





<b>ADDITIONAL INFORMATION OF DIRECTORS RECOMMENDED FOR RE-APPOINTMENT AS REQUIRED AS PER SECRETARIAL STANDARD ON GENERAL MEETING (SS-2)</b>						
<b>Particulars</b>	<b>Fr. Michael Joseph</b>	<b>Mr. Paul Pavunny Chungathu</b>	<b>Mr. Benny Mathew</b>	<b>Fr. Sebastian Elanjickal</b>	<b>Fr. Joseph Ottaplackal</b>	<b>Fr. Mathew Chandrankunnel</b>
Age	54 years	79 years	54 years	62 years	70 years	65 years
Qualifications	Masters in social work & MPhil	Pre-degree	BA LLB	MA	PDC	MA
Experience	Above 5 years	Above 60 years	Above 20 years	Above 20 years	Above 23 years	Above 20 years
Remuneration or remuneration last drawn	Nil	Nil	Nil	Nil	Nil	Rs. 20,000/- p.m
Date of first appointment on Board	28.09.2017	01.04.2008	01.05.2017	17.01.2019	16.08.2019	15.02.2019
Shareholding in the Company as on 31.03.2022	40,000 shares	1,00,010 shares	Nil	Nil	Nil	Nil
Relationship with other Directors, Manager, and other Key Managerial Persons of the Company	Nil	Nil	Nil	Nil	Nil	Nil
Number of meetings of the board attended during the year	8	4	9	2	4	10
Other Directorships (excluding RASHTRA DEEPIKA LTD)	Nil	Nil	•Basel Watch Traders Private Limited			•Rashtra Deepika News Corporation Private Limited
			•Benair Airconditioning Company Private Limited			•Deepika Express Private Limited
			•Deepika Express Private Limited			

**Explanatory statement pursuant to Section 102(2) of the Companies Act 2013**  
**Item No. 7 of the Notice - Ordinary Resolution**

The Members at the 32<sup>nd</sup> Annual General Meeting ('AGM') held on 29<sup>th</sup> September, 2021 approved the appointment of Fr. Mathew Chandrankunnel (DIN: 08362156) as Managing Director of the Company for a period of one year with effect from 15<sup>th</sup> February, 2021. Fr. Mathew Chandrankunnel had completed his present terms by 14<sup>th</sup> February, 2022.

The Board of Directors of the Company ('the Board') at the meeting held on 5<sup>th</sup> February, 2022, on the recommendation of the Nomination & Remuneration Committee, recommended for the approval of the Members, the re-appointment of Fr. Mathew Chandrankunnel as Managing Director of the Company for a period of three year at a salary of Rs 20,000/- per month. The appointment is in compliance of schedule V of the Companies Act 2013. It is proposed to seek Member's approval for the ratification of appointment of Fr. Mathew Chandrankunnel as Managing Director of the Company.

Except Fr. Mathew Chandrankunnel, none of the Directors, Key Managerial Personnel and their relatives are in any way, concerned or interested, financially or otherwise, in the proposed Resolution.

The Board recommends the Ordinary Resolution as set out as Item No. 7 of the Notice of the 33<sup>rd</sup> AGM for approval by the Members.



#### Item No. 8 of the Notice - Ordinary Resolution

The Shareholders of the Company, at their 30<sup>th</sup> Annual General Meeting held on September 27, 2019 appointed Fr. Michael Joseph (DIN: 07966441) as Whole-time Director of the Company for a term of three years upto February 15, 2022.

The Board of Directors and the Nomination and Remuneration Committee, approved re-appointment of Fr. Michael Joseph as Whole-time Director, for a further period of 1(one) year from March 29, 2022 upto March 28, 2023, subject to approval of Shareholders at this Annual General Meeting.

Pursuant to Sections 196, 197, 203 and other applicable provisions of the Companies Act, 2013, (the Act) the Companies (Appointment and Qualification of Directors), Rules, 2014, and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Schedule V of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force, the appointment of Fr. Michael Joseph, requires approval of the Members by way of special resolution.

Both the Nomination and Remuneration Committee and the Board were of the opinion, after evaluation of his qualifications, experience and other attributes, that his induction on the Board would be of immense benefit to the Company and it is desirable to avail her services as a Director to strengthen the management of the Company.

The Board of Directors of the Company, therefore, recommends passing of the resolution as set out in Item No. 8 of the Notice above by way of ordinary resolution.

Except Fr. Michael Joseph, none of the Directors and Key Managerial Personnel of the Company and their relatives, is in any way, concerned or interested in the said resolution.

#### Item No. 9 of the Notice - Ordinary Resolution

The present Authorised Share Capital of the Company is Rs. 45,00,00,000 (Rupees Forty Five crore) divided into 45,00,000 (Forty Five Lakhs) Equity Shares of Rs.100/- each.

Considering the increased fund requirements of the Company, the Board at its Meeting held on 19<sup>th</sup> August, 2022, had accorded its approval for increasing the Authorised Share Capital from Rs. 45,00,00,000 (Rupees Forty Five crore) divided into 45,00,000 (Forty Five Lakhs) Equity Shares of Rs.100/- each to Rs. 50,00,00, 000 (Rupees Fifty Crore) divided into 50,00,000 (Fifty Lakhs) Equity Shares of Rs. 100/- each, subject to shareholders approval.

It is therefore proposed to increase the Authorised Share Capital of the Company from Rs. 45,00,00,000 (Rupees Forty Five crore) divided into 45,00,000 (Forty Five Lakhs) Equity Shares of Rs.100/- each to Rs. 50,00,00, 000 (Rupees Fifty Crore) divided into 50,00,000 (Fifty Lakhs) Equity Shares of Rs. 100/- each ranking paripassu with the existing Equity Shares in all respects as per the Memorandum and Articles of Association of the Company.

Consequently, Clause V of the Memorandum of Association would also require alteration so as to reflect the changed Authorised Share Capital.

The proposal for increase in Authorised Share Capital and amendment of Memorandum of Association of the Company requires approval of members at a general meeting.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives, are in any way concerned or interested, financially or otherwise in the said resolution.

The consent of the members is, therefore, being sought for passing the aforesaid resolution of the notice as an Ordinary Resolution.

#### Item No: 10 of the Notice – Special Resolution

Pursuant to the increase in authorised share capital of the Company as per Item No. 9, it is required to alter Articles of Association of the Company. Accordingly, the Board of Directors at its Meeting held on 19<sup>th</sup> August, 2022, approved the alteration of Articles of Association of the Company (AOA), subject to approval of Members, by substituting the existing Article 3 with the following new Article 3:

“The authorized share capital of the Company is Rs. 50,00,00, 000 (Rupees Fifty Crore) divided into 50,00,000 (Fifty Lakhs) Equity Shares of Rs. 100/- each with power to increase, reduce, consolidate, divide or rearrange the share capital for the time being into several classes with preferential rights or privileges as may be decided by the company.”

The Board recommends the Resolution set out in item no. 10 for approval of the Members as Special Resolution. None of the Directors, Key Managerial Personnel or their relatives are in any way concerned or interested in the proposed resolution.

#### Item No: 11 of the Notice – Special Resolution

Your company's business is growing and growth requires capital. Further funds are required to augment its working capital, capital expenditure and for other corporate purposes.

The Board at its meeting dated 19.08.2022, subject to approval of the Company in the General Meeting and requisite statutory approvals, has approved the offer, issue and allotment of **13,45,330** (Thirteen Lakh Forty Five Thousand Three Hundred and Thirty) Equity Shares having face value of Rs. 100/- (Rupees One Hundred only) each, to the persons as per the list given below.



## List of Persons proposed for Preferential Allotment

Sl. No.	NAME	No. of Shares	Sl. No.	NAME	No. of Shares
1	Antony Puthenkulam, Kothamangalam	2,400	56	Smiya John Alathur	50
2	Joseph Adapoor, Karimkunnam, Idukki	2,400	57	Anilin Lazar K	50
3	Vincent Joseph, Nedungattu	2,400	58	Melda Francis	50
4	Jerin George, Kuttiyanickal	2,400	59	Maresh Varghese	100
5	Jinil John, Peechanikunnel	2,400	60	Abraham P L ,Panakal	110
6	Jobe K E, Konnackal, Nadukani	2,400	61	Babu C A	100
7	Jose Chacko Punnamattathil, Elamdesom	2,400	62	Sebastian Meelamkariyil	50
8	Lijo James, Kizhakkedathu House, Karimannoor	2,400	63	Sajith Antony N J	50
9	Lilly Abraham, Murinjanal (H), Kothamangalam	2,400	64	Jenish Varghese	100
10	Lucy Michael, Thurackal Puthanpurayil, Thodupuzha	2,400	65	Viju K Raphael	200
11	Thomas C A, Charalamkunnel, Kuninji	2,500	66	Elsey C V /Roshan Mathai	500
12	Fr. Joy Palikkara Irinjalakuda	700	67	Leena Jose K , George V L,Vattakuzhi	500
13	Varghese Aricatt Irinjalakuda	800	68	Joy N J	200
14	Fr. Jose Majaly Irinjalakuda	700	69	Poulouse K V	50
15	Fr Nevin Attokaran Irinjalakuda	700	70	Sunil David ,Karerakettil	250
16	Fr.Chacko Kattuparambil Irinjalakuda	700	71	Mathews Betty / Jose Abraham	250
17	Fr Kiran Thattla Irinjalakuda	700	72	Vincent K F , Elsy Vincent	250
18	Msgr.Lazer Kuttikadan Irinjalakuda	700	73	Varghese A.M ,Annie Varghese, Ambookan	100
19	Fr. Philips , Wadakekalam, Chenganacherry	1,500	74	N.J. Roy/Fency Roy ,Nellinney	250
20	Manoj Mathew, Illimoottil Kidangoor Kottayam	7,500	75	Rani Michael	100
21	Graceson Jose Vegackal House Kongandoor	2,000	76	Jeeson Ittoop Thekkekkara	100
22	Nishad Jose Vanankuzhiyil Puthupariyal Thoudupuha	2,000	77	Antony P L, Parakadan	500
23	Joy A K ,Alappatt	500	78	Kurian P J	50
24	Jhony Joseph ,Chakalakal	150	79	Jacob C.J	50
25	Annie V D	250	80	Sindhu Jacob ,Shajan Thomas	100
26	Lazar T , P V Thankamma, Payyur	50	81	Sindhu Jacob , Shajan Thomas	100
27	Antony M P	250	82	Binoj Vazhapally	50
28	Joseph E C , Rosily P P	50	83	Sebastian D	100
29	Thomas Am	250	84	Thomas K P , Sheela K P, Neelamkaril	50
30	Shaju T A	250	85	Jacob Augustine, Mini V V, Vattakuzhi	250
31	Mural A.C	250	86	Anson K F/ K E Francis	150
32	Francis P R ,Cheroor	100	87	Sani M P/Philomina Devassy	500
33	Celina Paul ,Kallamkam	150	88	Thomas K P	250
34	Liju Kodiyil Louis	500	89	Sheela K P	250
35	Lonappan . C.A	100	90	Thomas T K	50
36	John P Puthussery	250	91	Manoj Jacob / Kanimala	100
37	Mariamamma Antony , Antony M	500	92	George Manuel, Annie, George,Cheenkuzhi	150
38	M K Jose ,Mancaly	1,000	93	Mary Thomas /Joly Ac	250
39	Suresh Vadakken , Lovcy	100	94	T S Thomas,C S Thomas	150
40	C T Kuriakose	500	95	Jose A V,Arisseriyil	100
41	Vadakethala Pavunny Francis	50	96	Leena Jose K Vattakuzhi, George V L	250
42	Dickinson Solomon	50	97	Baby Francis P V/ Albert P B	300
43	Gracy Pappanayil Daniel /Ac Sunny	150	98	Daisy George/Eapen Mathew	100
44	Rosamma Jubilo , Jubilo Mani	100	99	Manju Varghese, Aley K T	200
45	Alexkutty P O ,Alice Kutty	700	100	Jaison V J,Vellara	100
46	Paul K A	250	101	Shiby Paul	200
47	Joy Joseph ,Salem	250	102	Anto Chittilapally	1,000
48	Binoy Joseph / Sophia Martia Pearl Rodrig	1,000	103	Beena M J/Beena Simon Panakal	250
49	Jose N.T	50	104	Babu Peter	250
50	Peter Kadamala	150	105	Jolly K G	500
51	Panackathottam Rubber Co, P M Abraham	500	106	Luzy/Martin Mundakkal Karimala	500
52	P.V.Joseph ,Panakal	250	107	George K P	100
53	Joy P V ,Panakal	100	108	Jiju C A,Chemmakattunnel	1,000
54	Joseph Chacko	50	109	Ittichen K Mangally	1,000
55	Mercy Leena Paul,Kudilil	100	110	Sunny Parathepathikal	100
			111	Leena Jose, George V L/ Gixson George Vattakuzhi	250
			112	Vinu Jose,Kadumgopanathil	200
			113	Thresia /Gracy Kallamkunnam	1,000
			114	Benny Thekkanethu	100
			115	Jose Arriekal	250
			116	Roy Pappachen	400



Sl. No.	NAME	No. of Shares	Sl. No.	NAME	No. of Shares
117	Swapna	300	139	Anto Ayriekal Chirackal	250
118	Sonia Pappachen	300	140	Lincy Benny	50
119	Bony Panerjit	250	141	Sheeba Shogy	50
120	Johnson Vadakethala	100	142	Deepika Printers Kottayam	50,000
121	Jancy Davis	500	143	Matha Jeevan Trust Trichur	50,000
122	Saju Thekkekkara	50	144	St. Joseph Trust Thalassery	40,000
123	Thomas Pallivathukal	100	145	Joseph Mutholam Kottayam	40,000
124	Peter Panackal	100	146	Fr.Philip Thayil Changanassery	36,000
125	Issac Panackal	100	147	Viany Foundation Pala	1,10,000
126	Thomas Antony	200	148	Devis Edukulathur Ittoop	3,90,660
127	Paul M A, Majaly	100	149	Kothamangalm Media Trust	50,000
128	David Panackal	50	150	Abraham Kattakayam	1,000
129	Binu Thekkekkara	50	151	V Joseph Mathew	1,00,000
130	Enamkutty	50	152	Kanjirapally Media Trust	1,00,000
131	Assissi	100	153	Palakkad Media Trust	75,000
132	Mathew M Olikara	100	154	Diocesan Media Centre Thamarassery	50,000
133	Tessy P A	50	155	Deepam Trust Irinjalakuda	30,000
134	Esther Maria Therese Chirayath	100	156	Archeparchy Trust Changanacherry	1,40,000
135	Sam Powell Konikkara	1,000	157	Jose Chackalackal	10,000
136	Alexander Ke	100			
137	Vincent A P / Philomina Vincent	250			
138	Maria Antony	260			
			<b>TOTAL</b>		<b>13,45,330</b>

The special resolution as mentioned under item no. 11 proposes to authorize the Board to issue and allot **13,45,330** (Thirteen Lakh Forty Five Thousand Three Hundred and Thirty) Equity Shares in accordance with the pricing guidelines and in compliance with Sections 42, 62 and other applicable provisions of the Companies Act and relevant rules made thereunder, including, the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014.

Except Mr. Davis Edukulathur Ittoop, none of the promoters or Directors or Key Management Personnel are subscribing to the shares.

The allotment shall be completed after getting consent of shareholders and approval from concerned authorities like the Registrar of Companies.

The company has allotted 64,500 equity shares during the last Financial Year after obtaining approval of the members.

The allotment will be made on cash basis.

#### SHAREHOLDING PATTERN (Pre-Issue and Post Issue)

Sl. No:	Category	Pre-Issue		Post-Issue	
		No. of shares held	% of shareholding	No. of shares held	% of shareholding
<b>A</b>	<b>Promoters' Holding:</b>	<b>955441</b>	<b>26</b>	<b>1346101</b>	<b>26.95</b>
<b>B</b>	<b>Non Promoters' Holding:</b>	<b>2694949</b>	<b>74</b>	<b>3649619</b>	<b>73.05</b>
	<b>GRAND TOTAL</b>	<b>3650390</b>	<b>100</b>	<b>4995720</b>	<b>100</b>

Kottayam  
19-08-2022

By order of the Board  
Sd/- Rev. Fr. Mathew Chandrankunnel  
(Managing Director) (DIN -08362156)



## BOARD REPORT

To the Members,

Your Directors are pleased to present the 33<sup>rd</sup> Annual Report of the Company, together with the Audited Statement of Accounts for the year ended 31<sup>st</sup> March, 2022. The consolidated performance of the Company and its subsidiaries has been referred to, wherever required.

### FINANCIAL RESULTS

The summary of the Company's financial performance, both on a consolidated and standalone basis, for the FY 2021-22, as compared to the previous FY 2020-21 is given below:

(Rs. in lacs)

PARTICULARS	Stand alone		Consolidated	
	As on 31.03.2022	As on 31.03.2021	As on 31.03.2022	As on 31.03.2021
Revenue from operations	3,774.47	2,972.48	3,774.47	2,972.48
Other Income	188.26	173.44	188.26	173.44
<b>Total Income</b>	<b>3,962.73</b>	<b>3,145.92</b>	<b>3,962.73</b>	<b>3,145.92</b>
<b>Expenses</b>				
Operating expenditure	3,947.99	3,332.32	3,947.98	3,382.42
Depreciation and amortization expenses	122.99	151.80	122.99	151.80
Total expenses	4,070.98	3,633.50	4,071.08	3,633.60
Profit before tax (PBT)	<b>-108.14</b>	<b>-388.20</b>	<b>-108.24</b>	<b>-388.30</b>
<b>Tax expenses</b>				
Deferred Tax	NIL	NIL	NIL	NIL
Income Tax	NIL	NIL	NIL	NIL
<b>Profit/ Loss for the year</b>	<b>-108.14</b>	<b>-388.20</b>	<b>-108.24</b>	<b>-388.30</b>

### STATE OF COMPANY'S AFFAIRS

The company is engaged in the business of printing and publishing newspapers and periodicals.

On a consolidated basis, the revenue for FY 2022 was 3774.47 lakhs, as compared to previous year's revenue of 2972.48 lakhs. The profit after tax attributable to shareholders and non-controlling interests for FY 2022 and FY 2021 was -108.24 lakhs and -388.30 lakhs respectively.

On a standalone basis, the revenue for FY 2022 was 3774.47 lakhs, as compared to previous year's revenue of 2972.48 lakhs. The PAT attributable to shareholders for FY 2022 was -108.14 lakhs.

Your directors are hopeful of a better performance in the coming year.

### DIVIDEND

In view of losses for FY 2021-22, we regret that no dividend can be paid to the Members as per the provisions of the Companies Act, 2013 ('the Act') and the Rules framed thereunder.

### TRANSFER TO RESERVES

Since the operations of the company resulted in loss, no amount has been transferred to General Reserve Account.

### TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

In terms of Section 125(2) of the Companies Act, 2013, no unclaimed or unpaid Dividend relating to the financial year is due for remittance to the Investor Education and Protection Fund established by the Central Government.

### SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES

The Company has one Wholly Owned Subsidiary, namely M/s. Rashtra Deepika News Corporation Private Limited.

The Company has no associate and joint ventures, therefore, disclosing the names of the respective entities does not arise.

### MATERIAL CHANGES & COMMITMENTS AFFECTING FINANCIAL POSITION OF THE COMPANY, OCCURRING BETWEEN THE END OF THE FINANCIAL YEAR AND THE BOARDS' REPORT DATE

The company has sold the land and property owned by it located at Tutors Lane, Vanchiyoor Village in the city of Trivandrum, Kerala to an extent of 2 Are 92 sq mts under Sy.No.2791 for an amount of Rs. 1.4 Crore Rupees. The South Indian Bank has accordingly adjusted this amount in full, against the loan availed from it by the company.



**CHANGE IN THE NATURE OF BUSINESS, IF ANY**

Our Company has not changed its line of business activity nor has it expanded the area of activities; therefore, there is no variation in the nature of business for the year under review.

**DETAILS OF BOARD MEETINGS**

During the year, 10 numbers of Board Meetings were held, details of which are given below:

Name	Dates of Board Meetings									
	02.06. 2021	30.07. 2021	11.08. 2021	27.08. 2021	29.09. 2021	26.11. 2021	31.12. 2021	05.02. 2022	25.02. 2022	29.03. 2022
Dr. Francis Cleetus	√	√	√	√	√	√	√	√	√	√
Fr. Mathew Chandrankunnel	√	√	√	√	√	√	√	√	√	√
Mr. George Jacob	X	X	X	X	X	X	X	X	X	X
Mr. C P Paul	X	√	X	√	X	√	√	X	X	X
Mr. K O Ittoop	√	√	√	√	X	√	√	X	X	X
Mr. Devis Edakulathur	√	√	√	√	√	√	√	√	√	
Mr. Johny Kuruvilla	√	√	√	√	√	√	√	√	√	√
Mr. Jacob Joseph Kunju	√	√	√	√	√	√	√	X	√	√
Mr. Benny Mathew	√	√	√	√	√	√	√	X	√	√
Mr. V C Sebastian	X	√	√	√	√	√	√	√	X	√
Fr. Michael Joseph	√	√	X	√	√	X	√	√	√	√
Fr. Bobby Alex (Alternate Director to George Jacob)	√	√	X	X	X	X	√	√	X	X
Fr. Sebastian Manickathan	X	X	√	X	X	X	X	√	X	X
Fr. Sebastian Elanjickal	X	X	√	X	X	X	X	X	√	X
Fr. Gregory Onamkulam	X	√	√	√	√	√	√	√	√	√
Fr. Thomas Mathew	X	√	√	√	√	√	√	√	√	√
Fr. Joseph Ottaplackal	X	X	X	√	√	X	X	X	√	√
Fr. George Cherian	√	√	√	√	√	√	√	√	√	√
Fr. Dr. Charivupurayidathil Cherian John	√	√	X	√	√	√	√	√	√	√

**CAPITAL STRUCTURE**

The Capital structure of the Company is as follows:

Share Capital	31.03.2022 (In Rupees)	31.03.2021 (In Rupees)
a) Authorized Share Capital 45,00,000 Equity Shares of Rs.100/- each	45,00,00,000	45,00,00,000
b) Issued, Subscribed and fully Paid up Share Capital 36,50,390 (PY 35,85,890) Equity Shares of Rs. 100/- each	36,50,39,000	35,85,89,000

The Company has issued 64500 Equity Shares during the year under private placement basis. No Sweat Equity Shares and employee Stock options are issued and not called for any buyback of Shares during the current financial year.

**PARTICULARS OF LOANS, INVESTMENTS AND GUARANTEES UNDER SECTION 186 OF THE COMPANIES ACT, 2013**

The particulars of loans, guarantees and investments as per Section 186 of the Act by the Company, have been disclosed in the financial statements.

**EXTRACTS OF ANNUAL RETURN**

A copy of the annual return as provided under sub-section (3) of section 92 of the Companies Act, 2013 ('the Act'), in the prescribed form, is hosted on the Company's website.

**DIRECTORS RESPONSIBILITY STATEMENT**

In accordance with the provisions of Section 134(5) of the Companies Act, 2013, the Board hereby submits its Responsibility Statement:

- In the preparation of the annual accounts, the applicable accounting standards had been followed, along with proper explanation relating to material departures;
- 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;
- 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;
- The Directors had prepared the annual accounts on a going concern basis; and
- 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.

**DIRECTORS AND KEY MANAGERIAL PERSONNEL**

The composition of the Board is in accordance with the provisions of Section 149 of the Act, with an appropriate combination of Executive Directors, Non-Executive Directors and Independent Directors.

During the year under review, Fr. Dr. Charivupurayidathil Cherian John, was designated as Whole Time Director of the Company w.e.f 05<sup>th</sup> April, 2021. His appointment was ratified at the 32<sup>nd</sup> Annual General meeting held on 29<sup>th</sup> September, 2021 for a period of 3 years w.e.f 05<sup>th</sup> April, 2021.

The Board of Directors at their meeting held on 5th February 2022 subject to approval of the shareholders approved the re-appointment of Fr. Mathew Chandrankunnel (DIN: 08362156) as the Managing Director of the Company for a further period of 3 years commencing from 15th February 2022.

Appropriate resolution for re-appointment of Fr. Mathew Chandrankunnel as the Managing Director of the Company is being placed for the approval of the shareholders of the Company at the ensuing AGM. The Board of Directors Nomination and Remuneration Committee and Audit Committee of the Company recommend his re-appointment as the Managing Director of the Company.

The Board at its meeting held on 29th March, 2022, taking into account of the recommendation of nomination and remuneration committee and subject to approval by the members by way of ordinary resolution at the forthcoming annual general meeting, re-appointed Fr. Michael Joseph Vettickattu as Whole-time Director of the Company for a period of one year.

Section 152 of the Act provides that unless the Articles of Association provide for retirement of all directors at every AGM, not less than two-thirds of the total number of directors of a public company (excluding the Independent Directors) shall be persons whose period of office is liable to determination by retirement of directors by rotation, of which one-third are liable to retire by rotation. Accordingly, Directors Mr. Benny Mathew (DIN: 03195206), Mr. Paul Pavunny Chungath (DIN: 00519934), Fr. Sebastian Elanjickal (DIN: 08288802), Fr. Joseph Ottaplackal (DIN: 08474493) will retire by rotation at the ensuing AGM and being eligible, have offered themselves for re-appointment.

Pursuant to the provisions of Section 203 of the Act, the Key Managerial Personnel of the Company as on 31<sup>st</sup> March, 2021 are: Fr. Mathew Chandrankunnel, Managing Director, Fr. Michael Joseph and Fr. Dr. John C C, Whole-time Directors, Mr. Muppathiyil Mathai George, Chief Financial Officer and Mrs. Animol P V, Company Secretary.



### DECLARATION GIVEN BY INDEPENDENT DIRECTORS UNDER SUB-SECTION (6) OF SECTION 149 - S. 134(3) d

Pursuant to the provisions of Sections 149, 160, Schedule IV and other applicable provisions of the Companies Act 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) the Company has to appoint a minimum of two Directors as Independent Directors, satisfying the conditions mentioned therein.

- 1) Fr. Gregory Onamkulam was re-appointed as Independent Director for a period of three years, with effect from 28/5/2020. He is a Catholic priest hailing from Changanacherry, Kottayam and his appointment as Director may help the company to improve circulation. The Board of Directors was of the opinion that Rev. Fr. Gregory Onamkulam meets the criteria set out in Section 149(6) of the Companies Act, 2013 to act as an Independent Director.
- 2) Fr. Thomas Mathew was appointed as Independent Director for a period of 5 years with effect from 16/8/2019. He is a Catholic priest and his appointment as Director may help the company to improve circulation. The Board of Directors was of the opinion that he meets the criteria set out in Section 149(6) of the Companies Act, 2013 to act as an Independent Director.

### COMMITTEES OF THE BOARD

During the financial year 2020 -21, the Board constituted some of its committees in accordance with the Companies Act, 2013. There are currently three Committees of the Board, as follows:

- i. Audit Committee
- ii. Nomination and Remuneration Committee
- iii. Stakeholder's Relationship Committee

### COMPOSITION OF AN AUDIT COMMITTEE

Pursuant to Section 177 of the Companies Act 2013, an Audit Committee was formed with the following Directors and Mr. Jacob Joseph Kunju as its Chairman.

- a. Mr. Jacob Joseph Kunju
- b. Rev. Fr. Gregory Onamkulam
- c. Rev. Fr. Thomas Mathew Pothanamuzhi

The Audit Committee met 4(Four) times during the year. The details of the meetings held and attendance of Members during the year are given below:

Name	Dates of Board Meetings			
	30.07.2021	27.08.2021	31.12.2021	05.02.2022
Mr. Jacob Joseph Kunju	√	√	√	√
Rev. Fr. Gregory Onamkulam	√	√	√	X
Rev. Fr. Thomas Mathew Pothanamuzhi	√	√	√	√

### NOMINATION AND REMUNERATION COMMITTEE

Pursuant to Section 178 of the Companies Act 2013, the Board has to constitute Committees for determining the Remuneration and to decide on stakeholders grievances. Hence a committee of directors was appointed in order to handle both the aspects as envisaged under sub-section 1 and 5 of Section 178.

The following directors were nominated to the Committee unanimously:

- a. Mr. V.C. Sebastian- Convenor
- b. Rev. Fr. Gregory Onamkulam
- c. Rev. Fr. Thomas Mathew Pothanamuzhi

The Nomination and Remuneration Committee met 2 (Two) times during the year. The details of the meetings held and attendance of Members during the year are given below:

Name	Dates of Board Meetings	
	11.08.2021	05.02.2021
Mr. V.C. Sebastian	√	√
Rev. Fr. Gregory Onamkulam	√	√
Rev. Fr. Thomas Mathew Pothanamuzhi	√	√



**PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES REFERRED TO IN SUB SECTION (1) OF SECTION 188 OF THE COMPANIES ACT, 2013**

All contracts/arrangement/transactions entered into by the Company during FY2022 with related parties were in compliance with the applicable provisions of the Act. Prior omnibus approval of the audit committee is obtained for all related party transactions, which are foreseen and of repetitive nature. Pursuant to the said omnibus approval, details of transactions entered into are also reviewed by the audit committee on a quarterly basis.

All related party transactions entered into during FY2022 were on an arm's length basis and in the ordinary course of business of the Company under the Act. None of the transactions required members' prior approval under the Act.

Details of transactions with related parties during FY2022 are provided in the notes to the financial statements. There were no transactions requiring disclosure under section 134(3) of the Act. Hence, the prescribed Form AOC-2 does not form a part of this report.

**DEPOSITS**

The Company has not accepted any deposits; hence the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 are not applicable to the Company.

**INTERNAL AUDITORS**

Internal Audit is not applicable to the Company.

**STATUTORY AUDITORS**

Pursuant to provisions of section 139 of the Act, the members at the annual general meeting of the Company held on 29th September, 2018 appointed CA Pratheesh Joseph Job, Chartered Accountant, Changanacherry (Registration No 233190) as statutory auditors of the Company from the conclusion of 29th annual general meeting till the conclusion of 33rd annual general meeting. The term of appointment of the statutory auditors expires at the conclusion of ensuing annual general meeting.

The Board of Directors, based on the recommendation of the audit committee, at its meeting held on 19th August, 2022, has proposed the appointment of Jameskutty & Associates (Firm Registration No. 008224S as statutory auditors of the Company for a term of five years to hold office from the conclusion of 33rd annual general meeting till the conclusion of 38th annual general meeting, subject to approval of the members and to fix their remuneration.

The statutory auditors have confirmed that they are not disqualified to act as auditors of the Company.

**COST AUDITORS**

Cost Audit is not applicable to the Company. The Central Government has not specified maintenance of cost records for the Company under sub – section (1) of section 148 of the Companies Act 2013.

Therefore, there is no requirement for appointment of Cost Auditors.

**EXPLANATION OR COMMENTS ON QUALIFICATIONS, RESERVATIONS OR ADVERSE REMARKS OR DISCLAIMERS MADE BY THE AUDITORS AND THE PRACTICING COMPANY SECRETARY IN THEIR REPORTS S. 134(3) f.**

There are no qualifications, reservations or adverse remarks made by the Auditors in their report. The provisions relating to submission of Secretarial Audit Report is not applicable to the Company.

**DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SUB-SECTION (12) OF SECTION 143 OTHER THAN THOSE WHICH ARE REPORTABLE TO THE CENTRAL GOVERNMENT S. 134(3) (ca).**

Auditors have not reported any fraud during the year under review.

**SEXUAL HARASSMENT POLICY**

All employees are treated with dignity with a view to maintain a work environment free of sexual harassment; whether physical, verbal or psychological.

No complaints were received during the year.

**RISK MANAGEMENT POLICY**

Your Company has identified significant risk in circulation declining, reader's adapting nature to the world of online news, and publications, high interest charges etc. for the operations of the company and company has adopted necessary steps to mitigate the risk.

**CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO**

The information pertaining to conservation of energy, technology absorption, foreign exchange earnings and outgo; as required under Section 134 (3)(m) of the Companies Act, 2013, read with Rule 8(3) of the Companies (Accounts) Rules, 2014. is furnished in **Annexure 1** and is attached to this report.

**CORPORATE SOCIAL RESPONSIBILITY (CSR) U/S 135 OF THE COMPANIES ACT 2013**

CSR activity is not applicable to the company.

**ANNUAL EVALUATION**

Annual Evaluation is not applicable to the company.

**REPORT ON VIGIL MECHANISM**

The company is not required to establish a vigil mechanism.



### MANAGERIAL REMUNERATION

There are no employees who are in receipt of remuneration equal to or exceeding the limits prescribed under Section 197 of the Companies Act, 2013 and Rule 5(2) & 5(3) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 for the year ended 31st March, 2022.

### DETAILS IN RESPECT OF ADEQUACY OF INTERNAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS

The company has adequate internal financial controls, such as defining authority to authorize financial transactions, Internal Audit and monthly review of financial statement mechanism in vogue. Further the company is not a listed company, hence reporting on this clause does not arise.

### COMPLIANCE OF SECRETARIAL STANDARDS

It is hereby declared that the company has complied with the applicable Secretarial Standards prescribed by the Institute of Company Secretaries of India (ICSI).

### ACKNOWLEDGEMENTS

Your Directors place on record their sincere gratitude to the Bankers, Business Associates, Suppliers, Consultants, Readers, various Government Authorities and company staff for the continued support extended to your Company's activities. Your Directors also gratefully acknowledge and appreciate the wholehearted support of the shareholders for the confidence reposed in it, which always remains a source of strength for your Company.

### ANNEXURE-1

(A)	(i)	<b>Conservation of energy</b> the steps taken or impact on conservation of energy;	Employees, customers are educated to save electricity by switching off the same at idle times. Steps are being taken to keep energy consumption at optimum levels. NIL
	(ii)	the steps taken by the company for utilizing alternate sources of energy;	
	(iii)	the capital investment on energy conservation equipments;	
(B)	(i)	<b>Technology absorption</b> the efforts made towards technology absorption;	The company does not use any foreign technology.  N.A  N.A N.A N.A
	(ii)	the benefits derived like product improvement, cost reduction, product development or import substitution;	
	(iii)	in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-	
		(a) the details of technology imported;	
		(b) the year of import;	
(C)		(c) whether the technology been fully absorbed;	Inflow NIL Outflow NIL
	(iv)	(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and the expenditure incurred on Research and Development.	

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

Kottayam  
19-08-2022

Sd/- Dr. Francis Cleetus  
Chairman (DIN: 01803799)

Sd/- Rev. Fr. Mathew Chandrankunnel  
Managing Director (DIN: 08362156)





## INDEPENDENT AUDITORS' REPORT

**To the Members of  
Rashtra Deepika Limited**

**Report on the Audit of the Consolidated Financial Statements Opinion**

I have audited the financial statements of Consolidated Rashtra Deepika Limited (the "Company"), which comprise the Balance Sheet as at 31 March 2022, the Statement of Profit and Loss and the Consolidated Cash Flow Statement for the year then ended, and, a summary of the significant accounting policies and other explanatory information.

In my opinion and to the best of my information and according to the explanations given to me, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the state of affairs of the Company as at 31 March 2022, its Loss and its cash flows for the year ended on that date.

**Basis for Opinion**

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

**Other Information**

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the consolidated financial statements and my auditors' report thereon.

My opinion on the financial statements does not cover the other information and I do not express any form of assurance conclusion thereon.

In connection with my audit of the financial statements, my responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or my knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work I have performed, I conclude that there is a material misstatement of this other information; I Am required reporting that fact. I have nothing to report in this regard.

**Management's Responsibility**

The Company's management and Board of Directors are responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the state of affairs, profit/loss and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

**Auditor's Responsibilities for the Audit of the Financial Statements**

My objectives is to obtain reasonable assurance about whether the consolidated 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 my 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, I exercise professional judgment and maintain professional skepticism throughout the audit. I 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 my 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, I am also responsible for expressing my opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the financial consolidated statements, or, if such disclosures are inadequate, to modify my opinion. My conclusions are based on the audit evidence obtained up to the date of my 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 consolidated financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

I 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 I identify during my audit.

I also provide those charged with governance with a statement that I 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 my independence, and where applicable, related safeguards.

#### Other Matter

The company has no branches to be included in the consolidated financial statements, which has been audited by other person other than me.

#### Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order 2020 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order
2. As required by Section 143(3) of the Act, I report that:
  - a) I have sought and obtained all the information and explanations which to the best of my knowledge and belief were necessary for the purposes of my audit.
  - b) In my opinion, proper books of account as required by law have been kept by the Company so far as it appears from my examination of those books.
  - c) The Consolidated Balance Sheet, the consolidated statement of profit and loss and statement of cash flow dealt with by this Report are in agreement with the books of account.
  - d) In my opinion, the aforesaid financial statements comply with the Accounting Standards specified under section 133 of the Act.
  - e) On the basis of the written representations received from the directors as on 31 March 2022 taken on record by the Board of Directors, none of the directors are disqualified as on 31 March 2022 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 with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
  - g) In my opinion and according to the information and explanations given to me, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of section 197 of the Act read with schedule V to the act.
  - h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in my opinion and to the best of my information and according to the explanations given to us:
    - i. The Company has disclosed the impact of pending litigation on its financial position in its consolidated financial statement –refer note 12 to financial statement
    - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
    - iii. There are no amounts which are required to be transferred to the Investor Education and Protection Fund by the Company

Changanacherry  
19-08-2022

Sd/- Pratheesh Joseph Job  
Chartered Accountant  
M.No: 233190  
UDIN:22233190APQHVU6698

**Annexure A to the Independent Auditor's Report of even date on the consolidated financial statements of Rashtra Deepika Limited**

The Annexure referred to in the Independent Auditor's Report to the members of Rashtra Deepika Limited (the "Company") on the financial statements for the year ended 31st March 2022, I report that:

- (a) In terms of the information and explanations sought by Me and given by the Company and the books of account and records examined by me in the normal course of audit and to the best of my knowledge and belief I state that:
- (i) (a) (A) The Company has maintained proper records showing full particulars including quantitative details and situation of property plant and equipment.
- (B) The Company has maintained proper records showing full particulars of intangible assets.
- (b) Property plant and equipment have been physically verified by the management during the year and no material discrepancies were identified on such verification.
- (c) The title deeds of all the immovable properties are held in the name of the Company.
- (d) The Company has not revalued its property plant and equipment or intangible assets during the year ended March 31 2022.
- (e) There are no proceedings initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act 1988 and rules made thereunder.
- (ii) (a) The inventory has been physically verified by the management during the Year. In our opinion the frequency of verification by the management is reasonable and the coverage and procedure for such verification is appropriate. Discrepancies of 10% or more in aggregate for each class of inventory were not noticed on such physical verification and confirmation.
- (b) The company has been sanctioned working capital limits in excess of five crore rupees (at any point of time during the year), in aggregate, from banks or financial institutions on the basis of security of current assets; quarterly returns or statements filed by the company with such banks or financial institutions are in agreement with the books of account of the Company;
- (iii) The Company has during the year, not made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the provisions of clauses 3(iii) of the Order are not applicable..
- (iv) According to the information and explanation given to us, the company has no loans, investments, guarantees or security where provisions of section 185 and 186 of the Companies Act, 2013 are to be complied with
- (v) The Company has neither accepted any deposits from the public nor accepted any amounts which are deemed to be deposits within the meaning of sections 73 to 76 of the Act and the rules made Thereunder to the extent applicable. Accordingly the requirement to report on clause 3(v) of the Order is not applicable to the Company.
- (vi) I have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government for the maintenance of cost records under section 148(1) of the Act related to the products manufactured by the Company and am of the opinion that prima facie the specified accounts and records have been made and maintained. We have not however made a detailed examination of the same.
- (vii) (a) Undisputed statutory dues including goods and services tax provident fund employees' state insurance income-tax duty of customs cess and other statutory dues as applicable to the Company have generally been regularly deposited with the Appropriate Authority. According to the information and explanations given to us and based on the audit procedures performed by us undisputed dues in respect of goods and services tax provident fund employees' state insurance income-tax duty of customs cess and other statutory dues as applicable to the Company which were outstanding at the year end for a period of more than six months from the date they became payable are as follows
- |                                    |                       |
|------------------------------------|-----------------------|
| Name Of The Statute                | Provident Fund Act    |
| Nature Of The Dues                 | Provident Fund        |
| Amount (Rs In Lakhs)               | 350                   |
| Period To Which The Amount Relates | June 2019-August 2021 |
| Due Date                           | July 2019 Onwards     |
- (b) The Company Does not have any dues of goods and services tax provident fund employees' state insurance income-tax sales-tax service tax duty of customs duty of excise value added tax cess and other statutory dues which have not been deposited on account of any dispute
- (viii) The Company has not surrendered or disclosed any transaction previously unrecorded in the books of account in the tax assessments under the Income Tax Act 1961 as income during the year. Accordingly the requirement to report on clause 3(viii) of the Order is not applicable to the Company.
- (ix) (a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender except Interest on Debentures for Rs 2312000
- (b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority
- (c) According to the information and explanation given to us, term loans were applied for the purpose for which the loans were obtained;



- (d) On an overall examination of the accompanying standalone financial statements of the Company no funds raised on short-term basis have been used for long-term purposes by the Company.
- (e) On an overall examination of the accompanying standalone financial statements of the Company the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries. Further the Company does not have any associates or joint ventures.
- (f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries. Further the Company does not have any associates or joint ventures.
- (x) (a) The Company has not raised any money during the year by way of initial public offer / further public offer (including debt instruments) hence the requirement to report on clause 3(x)(a) of the Order is not applicable to the Company.
- (b) The company has made Preferential Allotment of shares under review and the requirement of section 42 of the Companies Act, 2013 have been complied with and according to information and explanations given to us, the amount raised have been used for the purposes for which the funds were raised
- (xi) (a) No fraud by the Company or no material fraud on the Company has been noticed or reported during the year.
- (b) During the year no report under sub-section (12) of section 143 of the Act has been filed by cost auditor secretarial auditor or by us in Form ADT - 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules 2014 with the Central Government.
- (c) As represented to us by the management there are no whistle blower complaints received by the Company during the year.
- (xii) The Company is not a Nidhi Company as per the provisions of the Act. Therefore the requirement to report on clause 3(xii)(a) to (c) of the Order is not applicable to the Company.
- (xiii) Transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and the details have been disclosed in the notes to the accompanying standalone financial statements as required by the applicable accounting standards.
- (xiv) (a) The Company has an internal audit system commensurate with the size and nature of its business.
- (b) The internal audit reports of the Company issued till the date of the audit report for the period under audit have been considered by us.
- (xv) The Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence requirement to report on clause 3(xv) of the Order is not applicable to the Company.
- (xvi) (a) The provisions of section 45-IA of the Reserve Bank of India Act 1934 (2 of 1934) are not applicable to the Company. Accordingly the requirement to report on clause (xvi)(a) of the Order is not applicable to the Company.
- (b) The Company is not engaged in any Non Banking Financial or Housing Finance activities. Accordingly the requirement to report on clause (xvi)(b) of the Order is not applicable to the Company.
- (c) The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly the requirement to report on clause 3(xvi)(c) of the Order is not applicable to the Company.
- (d) There is no Core Investment Company as a part of the Group hence the requirement to report on clause 3(xvi)(d) of the Order is not applicable to the Company.
- (xvii) The Company has not incurred cash losses in the current year But has incurred cash losses in the immediately preceding financial year respectively.
- (xviii) There has been no resignation of the statutory auditors during the year and accordingly requirement to report on Clause 3(xviii) of the Order is not applicable to the Company.
- (xix) . On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that company is incapable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.
- (xx) The provisions of Section 135 towards corporate social responsibility are not applicable on the company. Accordingly, the provisions of clause 3(xx) of the Order is not applicable

Changanacherry  
19-08-2022

Sd/- Pratheesh Joseph Job  
Chartered Accountant  
M.No: 233190  
UDIN:22233190APQHUVU6698

**Annexure - B to the Independent Auditor's Report of even date on the consolidated financial statements of Rashtra Deepika Limited**

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (the "Act")

I have audited the internal financial controls over financial reporting Rashtra Deepika Limited (the "Company") as of 31 March 2022 in conjunction with My audit of the financial statements of the Company for the year ended on that date.

**Management's responsibility for internal financial controls**

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India (the "ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records, and timely preparation of reliable financial information, as required under the Act.

**Auditor's responsibility**

My responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on my audit. I conducted my audit in accordance with the Guidance Note and the Standards on Auditing, issued by the ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the ICAI. Those Standards and the Guidance Note require that I 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.

My audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. My 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.

I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my 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 my opinion, 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 31 March 2022, 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 issued by the ICAI.

Changanacherry  
19-08-2022

Sd/- Pratheesh Joseph Job  
Chartered Accountant  
M.No: 233190  
UDIN:22233190APQHUVU6698





**RASHTRA DEEPIKA LIMITED**  
**P.B. NO.7, DEEPIKA BUILDING CMS COLLEGE ROAD, KOTTAYAM**  
**CONSOLIDATED BALANCE SHEET AS AT 31-03-2022**

**I. EQUITY AND LIABILITIES**

(1) Shareholder's Funds			
(a) Share Capital	3	365,039,000	358,589,000
(b) Reserves and Surplus	4	(149,713,431)	(138,889,290)
(2) Non-Current Liabilities			
(a) Long term borrowings	5	183,221,797	168,519,041
(b) Long term provisions	6	68,871,751	62,833,495
(3) Current Liabilities			
(a) Short Term Borrowings	7	87,064,410	91,041,036
(b) Trade payables	8	56,505,005	61,573,713
(c) Other current liabilities	9	212,172,163	224,981,477
(d) Short-term provisions	10	360,000	360,000
<b>Total</b>		<b>823,520,695</b>	<b>829,008,472</b>

**II.Assets**

(1) Non-Current Assets			
(a) Fixed Asset			
(i) Property, Plant & Equipments	11	529,919,136	534,698,324
(ii) Intangible Assets	12	276,564	276,564
(b) Non Current Investments	13	18,500	18,500
(c) Long term loans and advances	14	27,904,729	28,504,179
(d) Other non-current assets	15	96,695,014	104,151,645
(2) Current assets			
(a) Inventories	16	11,081,588	7,790,815
(b) Trade receivables	17	145,042,521	134,437,821
(c) Cash and cash equivalents	18	8,431,506	15,239,910
(d) Short-term loans and advances	19	1,936,203	1,533,958
(e) Other current assets	20	2,214,935	2,356,756
<b>Total</b>		<b>823,520,695</b>	<b>829,008,472</b>

Sd/-  
Dr. Francis Cleetus  
Chairman  
DIN: 01803799

Sd/-  
Rev. Fr. Mathew  
Chandrankunnel  
Managing Director  
DIN: 08362156

As per my report of even  
date attached  
Sd/- Pratheesh Joseph Job  
Chartered Accountant  
M.No.233190

Sd/-  
Animol P.V.  
Company Secretary  
M.No. 46983

Sd/-  
M.M. George  
C.F.O

Place : Kottayam  
Date : 19-08-2022



**RASHTRA DEEPIKA LIMITED**  
**P.B.NO.7, DEEPIKA BUILDING CMS COLLEGE ROAD, KOTTAYAM**  
**Consolidated Profit and Loss Statement for the year ended 31-03-2022**

Particulars	Notes	Current Year	Previous Year
I. Revenue from operations	21	377,447,003	297,248,414
II. Other Income	22	18,826,460	17,344,970
<b>III. Total Revenue (I +II)</b>		<b>396,273,463</b>	<b>314,593,384</b>
<b>IV. Expenses:</b>			
Cost of materials consumed	23	103,253,537	65,186,741
Employee Benefits	24	122,399,456	134,383,942
Financial costs	25	34,281,497	31,715,978
Depreciation and amortization expenses		12,299,280	15,180,116
Other expenses	26	133,597,222	116,894,010
<b>Total Expenses</b>		<b>405,830,992</b>	<b>363,360,787</b>
V. Profit/(Loss) before exceptional and extraordinary items and tax	(III - IV)	-9,557,529	-48,767,403
VI. Exceptional items		Nil	Nil
Service tax Provision Revised			9,937,228
VII. Profit/(Loss) before Extraordinary Items and Tax		-9,557,529	-38,830,175
VIII. Extra Ordinary Items			
Loss on sale of Assets		1,266,611	0
IX. Profit/(Loss) before tax	(V - VI)	-10,824,140	-38,830,175
<b>X. Tax expense:</b>		<b>-10,824,140</b>	<b>-38,830,175</b>
<b>Total Tax Expense</b>			
XI. Profit(Loss) for the year from continuing operations		-10,824,140	-38,830,175
<b>XII. Profit/(Loss) for the period</b>		<b>-10,824,140</b>	<b>-38,830,175</b>
XIII. Earning Per Share :		-3.02	-10.83
Basic			

Sd/-  
 Dr. Francis Cleetus  
 Chairman  
 DIN:01803799

Sd/-  
 Rev. Fr. Mathew  
 Chandrankunnel  
 Managing Director  
 DIN:08362156

As per my report of even  
 date attached  
 Sd/- Pratheesh Joseph Job  
 Chartered Accountant  
 M.No.233190

Sd/-  
 Animol P.V.  
 Company Secretary  
 M.No. 46983

Sd/-  
 M.M. George  
 C.F.O

Place : Kottayam  
 Date : 19-08-2022



## RASHTRA DEEPIKA LIMITED

P.B.NO.7, DEEPIKA BUILDING CMS COLLEGE ROAD, KOTTAYAM

### Consolidated Cash Flow Statement for the Year Ended 31-03-2022

	Current Year	Previous Year
<b>A Cash flows from operating activities</b>		
Profit before taxation	(10,824,140)	(38,830,175)
<b>Adjustments for:</b>		
Depreciation	12,299,280	15,180,116
Interest expense	34,281,497	31,715,978
Profit/ Loss on sale of Asset	1,266,611	(31,389)
Land Revaluation reserve	0	288,382,389
<b>Working capital changes:</b>		
Increase in trade receivables	(10,604,700)	12,577,167
Increase in inventories	(3,290,773)	852,370
(Increase)/ Decrease in Other current assets	141,821	1,746,397
(Increase)/ Decrease in Short-term loans and advances	(402,245)	(100,821)
(Increase)/ Decrease in Other non-current assets	7,456,631	2,090,626
(Increase)/ Decrease in Long term loans and advances	599,450	(425,087)
Increase in trade payables	(5,068,708)	(11,632,315)
Increase Other current liabilities	(12,809,314)	50,008,507
Decrease in Long term provision	6,038,256	(13,001,830)
<b>Cash generated from operations</b>	<b>19,083,666</b>	<b>338,531,933</b>
<b>Net cash from operating activities- (A)</b>	<b>19,083,666</b>	<b>338,531,933</b>
<b>B Cash flows from investing activities</b>		
Purchase of Assets	(10,276,069)	(305,806,707)
Proceeds from sale of Assets	1,489,365	75,000
<b>Net cash used in investing activities - (B)</b>	<b>(8,786,704)</b>	<b>(305,731,707)</b>
<b>C Cash flows from financing activities</b>		
Issue of shares	6,450,000	0
Increase in long-term borrowings	14,702,756	7,926,547
Increase/( Decrease) in Short- Term borrowings	(3,976,626)	42,869
Interest expense	(34,281,497)	(31,715,978)
<b>Net cash used in financing activities- (C)</b>	<b>(17,105,367)</b>	<b>(23,746,562)</b>
<b>Net increase in cash and cash equivalents (A+B+C)</b>	<b>(6,808,404)</b>	<b>9,053,664</b>
<b>Cash and Bank Balances at beginning of period</b>	<b>15,239,910</b>	<b>6,186,246</b>
<b>Cash and Bank Balances at end of period</b>	<b>8,431,506</b>	<b>15,239,910</b>
<b>Closing Cash &amp; Bank Balances Includes:</b>		
Cash & Cash equivalents	1,342,497	2,389,026
Bank Balances	7,089,009	12,850,884
<b>Cash and Bank Balances at end of period</b>	<b>8,431,506</b>	<b>15,239,910</b>

Sd/-  
Dr. Francis Cleetus  
Chairman  
DIN:01803799

Sd/-  
Rev. Fr. Mathew  
Chandrankunnel  
Managing Director  
DIN:08362156

As per my report of even  
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Sd/- Pratheesh Joseph Job  
Chartered Accountant  
M.No.233190

Sd/-  
Animol P.V.  
Company Secretary  
M.No. 46983

Sd/-  
M.M. George  
C.F.O

Place : Kottayam  
Date : 19-08-2022



## 1. ACTIVITIES

The RASHTRA DEEPIKA Limited was incorporated on 14/08/1989. The company is primarily engaged in the business of Printing and Publishing.

## 2. ACCOUNTING POLICIES

### Significant Accounting Policies

The significant Accounting Policies followed by the company are as stated below:

### General

The financial statements of the Company have been prepared in accordance with the generally accepted accounting principles in India (Indian GAAP). The Company has prepared these financial statements to comply in all material respects with the accounting standards notified under section 133 of the Companies Act, 2013, read together with paragraph 7 of the Companies (Accounts) Rules 2014 and Companies (Accounting Standards) Amendment Rules, 2016. The financial statements have been prepared on an accrual basis and under the historical cost convention. The accounting policies adopted in the preparation of financial statements are consistent with those of previous year.

### A) Use of estimates

The preparation of financial statements in conformity with Indian GAAP requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

### b) Property, plant and equipment

Property, plant and equipment, capital work in progress are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises purchase price, borrowing costs if capitalization criteria are met, directly attributable cost of bringing the asset to its working condition for the intended use and initial estimate of decommissioning, restoring and similar liabilities. Any trade discounts and rebates are deducted in arriving at the purchase price. Such cost includes the cost of replacing part of the plant and equipment. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognized in the carrying amount of the fixed assets as a replacement if the recognition criteria are satisfied.

Items of stores and spares that meet the definition of property, plant and equipment are capitalized at cost and depreciated over their useful life. Otherwise, such items are classified as inventories.

The Company identifies and determines cost of each component/ part of the asset separately, if the component/ part has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining asset. Property, plant and equipment held for sale is valued at lower of their carrying amount and net realizable value. Any write down is recognized in the statement of profit and loss.

Gains or losses arising from derecognition of fixed assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

### c) Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Internally generated intangible assets, excluding capitalized development costs, are not capitalized and expenditure is reflected in the statement of profit and loss in the year in which the expenditure is incurred. Intangible assets are amortized on a straight line basis over the estimated useful economic life.

### Depreciation

Depreciation on property, plant and equipment has been provided on fixed assets under Straight Line Method at the rates and in the manner given under Schedule II to The Companies Act, 2013.

### Inventories and Tools & Spares

Raw materials, packing materials, consumables and stores and spares are valued at lower of cost and net realizable value.. Cost of raw materials, packing materials, consumables and stores and spares is determined on a weighted average basis. Stores and spares which do not meet the definition of property, plant and equipment are accounted as inventories.

### Employee Benefits

a. Short term employee benefits such as salaries, wages, bonus and incentives which fall due within 12 months of the period in which the employee renders the related services which entitles him to avail such benefits are recognised on an undiscounted basis and charged to the profit and loss account.

b. Defined Contribution Plans - Contributions made to the Recognised Provident Fund & Employee State Insurance Corporation are expensed to the Profit & Loss Account. The Company's obligation is limited to the amount contributed by it.

c. Defined Benefit Plans - The Company has made adequate provision for Gratuity to eligible employees. The liability for gratuity is accounted on the basis of actuarial valuation done by Sri. A.K Garg (Fellowship Number 00057) KOLKATA - 700 001, WEST BENGAL INDIA,

### Taxes on Income

Taxes on Income are accounted under the Tax Effect Method in accordance with Accounting Standard 22 issued by



the Institute of Chartered Accountants of India. Income tax expense comprises current tax and deferred tax charge or credit. The current tax is determined as the amount of the tax payable in respect of the estimated taxable income of the period. The deferred tax credit or charge is recognised using prevailing enacted or substantively enacted tax rates. Where there are unabsorbed depreciation or carry forward losses, deferred tax asset is recognised only if there is virtual certainty of realisation of such assets. Other deferred tax assets are recognised only to the extent there is reasonable certainty realisation in future. Deferred tax assets are reviewed at each Balance of Sheet date based on the developments during the year and available case laws, to reassess realisation/ liabilities.

#### **Borrowing Costs**

Borrowing cost includes interest and amortization of ancillary costs incurred in connection with the arrangement of borrowings. Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective asset. All other borrowing costs are expensed in the period they occur.

#### **Borrowing cost capitalised during the year**

Qualifying asset	- Nil
Borrowing cost capitalized	- Nil

#### **Sale of goods & Space**

Revenue from sale of goods and space are recognized when all the significant risks and rewards of ownership of the goods have been passed to the buyer, net of returns and trade discounts. The Company collects goods and service tax (GST) on behalf of the government and, therefore, these are not economic benefits flowing to the Company. Hence, they are excluded from revenue

Revenue from job work is recognized at the completion of the agreed services

#### **Impairment of Assets**

The carrying amount of assets is reviewed at each Balance Sheet date if there is any indication of impairment based on internal/external factors. An impairment loss will be recognised wherever the carrying amount of an asset exceeds its estimated recoverable amount. The recoverable amount is greater of the assets net selling price and value in use. In assessing the value in use; the estimated future cash flows are discounted to the present value using the weighted average cost of capital.

#### **Revaluation of Land**

Company has revalued entire land at Rs. 31,69,26,000

#### **Investments**

Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments.

#### **3.SHARE CAPITAL**

	Current Year	Previous Year
<b>A. Authorised</b>		
4500000 Equity shares of Rs. 100 each		
(Previous Year 4500000 equity shares of Rs.100/- each) .	450,000,000	450,000,000
	450,000,000	450,000,000
<b>B. Issued, Subscribed and Paid-up</b>		
<b>Paid up Capital</b>	365,039,000	358,589,000
3650390 equity shares of Rs. 100/- each fully paid-up		
(Previous Year 3585890 Equity Shares of Rs.100 each)		
	<b>365,039,000</b>	<b>358,589,000</b>

#### **Shares held by shareholders holding more than 5% shares Equity Share Capital**

Particulars	Current Year		Previous Year	
	Number of shares	% of shareholdings	Number of shares	% of shareholding
List of significant share holders (>5%)				
Rev.Fr.MATHEW PULIMOOTTIL	645,000	17.67%	645,000	17.99%
Dr.FRANCISCLEETUS	414,676	11.36%	414,676	11.56%
Rev.Fr.JOSEPH KURINJIPARAMBIL	323,078	8.85%	323,078	9.01%



**4. RESERVES & SURPLUS**

	Current Year	Previous Year
Debit Balance in Profit and Loss		
Opening Balance	(427,271,680)	(388,441,504)
Less: Current Year Profit/(Loss)	(10,814,140)	(38,820,175)
Closing Balance	<b>(438,095,820)</b>	<b>(427,271,679)</b>
Land Revaluation Reverse (Not for Distribution as Dividend)		
Opening Balance	288,382,389	
Current Year	-	288,382,389
Closing Balance	<b>288,382,389</b>	<b>288,382,389</b>
Total	<b>(149,713,431)</b>	<b>(138,889,290)</b>

**5. LONG-TERM BORROWINGS**

Debtures	28,900,000	28,900,000
Term Loans from Banks	154,321,797	139,619,041
	<b>183,221,797</b>	<b>168,519,041</b>

**6. LONG TERM PROVISIONS**

Provision for employee benefits	68,871,751	62,833,495
	<b>68,871,751</b>	<b>62,833,495</b>

**7. SHORT TERM BORROWINGS**

Loans Repayable on Demand		
From Banks	87,064,410	91,041,036
	<b>87,064,410</b>	<b>91,041,036</b>

**8. TRADE PAYABLES**

Sundry Creditors:		
- For Purchases	34,699,375	37,476,657
- For Expenses	21,805,630	24,097,056
	<b>5,65,05,005</b>	<b>6,15,73,713</b>

**9. OTHER CURRENT LIABILITIES**

1. Current Maturities of Long term Debt	9,589,789	22,080,054
2. Interest Accrued and due on borrowings	9,872,420	7,912,056
3. Other Loans & Advances:		
a. Annual Subscription Received in Advance	84,504,522	88,157,866
b. Staff ,agent and other Securities	20,474,834	22,129,081
c. Agents &Staff Welfare Fund	3,742,982	4,408,831
4. Other Liabilities	82,569,373	78,016,468
5. TDS Payable	641,513	603,257
6. Gst Payable	776,730	1,673,864
	<b>212,172,163</b>	<b>224,981,477</b>

**10. SHORT TERM PROVISIONS**

Audit Fee Payable		
Statutory Audit	360,000	360,000
	<b>360,000</b>	<b>360,000</b>

**11. FIXED ASSET REGISTER FOR THE PERIOD : 2021-2022****PROPERTY, PLANT & EQUIPMENTS**

ITEMS	Gross Block				Depreciation				Net Block	
	Opening as on 1-April-2021	Additions - 2021-22	Deletions during 2021-22	As on 31 March 2022	Up to 31-Mar-2022	For the year 2021-22	Deletions 2021-22	Up to 2021-22	As on 31-Mar-2022	As on 31-March-2021
LAND	2,85,43,611	-	-	2,85,43,611	-	-	-	-	2,85,43,611	2,85,43,611
LAND REVALUED	28,83,82,389	-	-	28,83,82,389	-	-	-	-	28,83,82,389	28,83,82,389
BUILDING	6,30,32,878	1,83,69,633	-	8,14,02,512	1,18,31,057	14,55,022	-	1,32,86,078	6,81,16,434	5,12,01,822
BUILDING WORK IN PROGRESS	1,97,51,366	-	1,79,47,926	18,03,440	-	-	-	-	18,03,440	1,97,51,366
PLANT & MACHINERY	24,83,19,113	93,88,215	44,07,363	25,32,99,965	11,20,88,413	83,50,183	16,51,387	11,87,87,209	13,45,12,756	13,62,30,700
OFFICE EQUIPMENTS	1,13,41,473	1,79,446	-	1,15,20,920	1,04,22,006	1,51,721	-	1,05,73,728	9,47,192	9,19,467
FURNITURE	1,90,56,082	-	-	1,90,56,082	1,32,97,020	12,99,877	-	1,45,96,896	44,59,185	57,59,062
LIBRARY	17,64,232	2,86,700	-	20,50,932	5,13,445	50,696	-	5,64,141	14,86,791	12,50,787
VEHICLE	1,08,78,736	-	-	1,08,78,736	82,19,617	9,91,781	-	92,11,398	16,67,338	26,59,120
Total	69,10,69,880	2,82,23,995	2,23,55,289	69,69,38,586	15,63,71,557	1,22,99,281	16,51,387	16,70,19,450	52,99,19,136	53,46,98,324

**12. INTANGIBLE ASSET**

DEEPIKA.COM	59,42,071	-	-	59,42,071	56,65,507	-	-	56,65,507	2,76,564	2,76,564
Grand Total :	69,70,11,951	2,82,23,995	2,23,55,289	70,28,80,657	16,20,37,064	1,22,99,281	16,51,387	17,26,84,958	53,01,95,699	53,49,74,888

**13. NON-CURRENT INVESTMENTS**

Investment in Equity Instruments	5,000	5,000
Investment in Government or Trust Securities	13,500	13,500
	<b>18,500</b>	<b>18,500</b>

**14. LONG TERM LOANS AND ADVANCES**

1. Security Deposits with Government & Others	7,977,254	8,618,404
2. Advance to Carmel Litho Printers (P) Ltd	12,201,632	12,159,932
3. Other Receivables	7,725,843	7,725,843
	<b>27,904,729</b>	<b>28,504,179</b>

**15. OTHER NON CURRENT ASSETS**

Long Term Trade Receivables	96,695,014	104,151,645
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**116,389,409** **123,846,040**

**16. INVENTORIES:****(As taken, valued and certified by the management)**

Raw Materials	8,198,593	4,969,105
Stores & Spares	2,882,995	2,821,710
	<b>11,081,588</b>	<b>7,790,815</b>

**17. TRADE RECEIVABLES**

Outstanding for a period not exceeding six months	118,451,392	113,714,706
Outstanding for a period not exceeding One year	26,591,129	20,723,115
	<b>145,042,521</b>	<b>134,437,821</b>

**18. CASH AND CASH EQUIVALENTS**

Balances with Banks	7,089,009	12,850,884
Cash on Hand	1,342,497	2,389,026
	<b>8,431,506</b>	<b>15,239,910</b>

**19. SHORT TERM LOANS AND ADVANCES**

Loans and advances to Related parties		
1. Suppliers/contracts	430,954	511,363
2. Advance to staff	1,505,249	1,022,595
	<b>1,936,203</b>	<b>1,533,958</b>

**20. OTHER CURRENT ASSETS**

TCS	44,004	30,842
TDS	2,105,630	2,264,376
GST Inputs Credit	6,301	2,538
Prepaid Rent	59,000	59,000
	<b>2,214,935</b>	<b>2,356,756</b>

**21. REVENUE FROM OPERATIONS****SALE OF PUBLICATIONS**

1. Deepika Daily	144,162,296	107,603,999
2. RD Evening Daily	8,663,741	11,206,003
3. Karshakan	1,571,353	1,386,679
4. Sthree Dhanam	199,539	344,568
5. Children's Digest	881,039	1,043,854
6. Annual Special & R D Books	1,113,356	925,532
7. Calendar	1,659,330	1,138,854
	<b>158,250,654</b>	<b>123,649,489</b>

Advertisement Income	<b>219,196,349</b>	<b>173,598,925</b>
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**377,447,003** **297,248,414**

**22. OTHER INCOME**

Sale of Waste	4,794,040	2,874,278
Sale of Aluminium Plate Waste	2,993,274	1,687,837
Sale of plate label (Job work)	683,652	1,160,600
Job Work	10,188,705	11,590,866
Interest received	166,789	0
Net Gain/Loss on sale of Asset	0	31,389
	<b>18,826,460</b>	<b>17,344,970</b>

**23. COST OF RAW MATERIALS CONSUMED**

Opening Stock of Newsprint	4,969,105	5,373,180
Add : Purchases	91,452,821	51,024,017
Less : Closing Stock	8,198,593	4,969,105
	<b>88,223,333</b>	<b>51,428,092</b>
Opening Stock of Ink	1,785,556	1,718,666
Add : Purchases	4,301,710	3,446,295
Less : Closing Stock	1,891,701	1,785,556
	<b>4,195,565</b>	<b>3,379,405</b>
Opening Stock Other stores	1,036,154	1,551,340
Add : Purchases	10,789,779	9,864,058
Less : Closing Stock	991,294	1,036,154
	<b>10,834,639</b>	<b>10,379,244</b>
	<b>103,253,537</b>	<b>65,186,741</b>

**24. EMPLOYEE BENEFITS EXPENSES**

1. Salaries & Allowances	109,589,770	119,959,992
2. Contribution to PF& Other funds	10,895,088	11,289,986
3. Current Year Gratuity Provision	1,914,598	3,133,964
	<b>122,399,456</b>	<b>134,383,942</b>

**25. FINANCIAL COSTS**

1. Interest on Other Bank Borrowings (OD)	11,998,704	11,196,980
2. Bank charges	763,462	513,431
3. Other Interests (Term Loan)	18,788,153	17,277,567
4. Interest on Debentures	2,731,178	2,728,000
	<b>34,281,497</b>	<b>31,715,978</b>

**26. OTHER EXPENSES****A. Payments to the Auditor as**

(a) Statutory Audit	400,000	400,000
	<b>400,000</b>	<b>400,000</b>

**B. PRODUCTION EXPENSES**

1. Power, Fuel & Water	7,725,272	7,589,315
2. Printing Charges	16,095,974	10,234,538
3. Reporting Expenses	15,169,472	12,755,277
4. Sub-Office Expenses	3,198,391	2,920,936
5. Telephone, hotline, Internet & Fax Expenses	1,058,662	1,457,163
6. Repairs & Maintenance of Machinery	1,712,136	941,376
7. Production Expenses of Publications	4,502,306	3,747,284
8. Leased Line Charges	686,476	531,568
9. Tools & Spares consumed	108,595	180,004
10. Software Expenses	1,191,500	318,000
11. Web Site Maintenance	1,564,639	2,069,016
	<b>53,013,423</b>	<b>42,744,477</b>

**C. ADMINISTRATIVE EXPENSES**

1. Rates and Taxes	703,406	1,090,165
2. Insurance	438,358	487,207
3. Printing & Stationary	1,094,810	1,382,732
4. Repairs & Maintenance	555,011	1,008,004
5. Maintenance of Vehicles	1,827,476	1,835,911
6. Travelling Expenses	459,269	366,797
7. Rent	2,237,312	2,166,121
8. Subscription Charges	264,379	279,991
9. Postage	584,032	452,340
10. Legal & Professional Charges	969,366	425,354
11. General Expenses	8,01,504	761,049
12. Administrative Expenses	23,417,863	19,950,608
	<b>33,322,786</b>	<b>30,206,279</b>

**D. SELLING & DISTRIBUTION EXPENSES**

1. Business Development Expenses	90,508	92,730
2. Cost of Daily given to Advance Subscribers	1,043,892	442,479
3. Distribution Expenses	29,576,678	24,909,116
4. Circulation & related expenses	5,696,661	5,694,399
5. Advertisement & related expenses	8,403,119	6,632,103
6. Bad debts written off	2,020,155	5,772,427
	<b>46,831,013</b>	<b>43,543,254</b>
	<b>133,597,222</b>	<b>116,894,010</b>

Sd/-  
Dr. Francis Cleetus  
Chairman  
DIN: 01803799

Sd/-  
Rev. Fr. Mathew  
Chandrankunnel  
Managing Director  
DIN: 08362156

As per my report of even  
date attached  
Sd/- Pratheesh Joseph Job  
Chartered Accountant  
M.No.233190

Sd/-  
Animol P.V.  
Company Secretary  
M.No. 46983

Sd/-  
M.M. George  
C.F.O

Place : Kottayam  
Date : 19-08-2022



## INDEPENDENT AUDITORS' REPORT

### To the Members of Rashtra Deepika Limited

#### Report on the Audit of the Financial Statements Opinion

I have audited the financial statements of Rashtra Deepika Limited (the "Company"), which comprise the Balance Sheet as at 31 March 2022, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and, a summary of the significant accounting policies and other explanatory information.

In my opinion and to the best of my information and according to the explanations given to me, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the state of affairs of the Company as at 31 March 2022, its Loss and its cash flows for the year ended on that date.

#### Basis for Opinion

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

#### Other Information

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the financial statements and my auditors' report thereon.

My opinion on the financial statements does not cover the other information and I do not express any form of assurance conclusion thereon.

In connection with my audit of the financial statements, my responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or my knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work I have performed, I conclude that there is a material misstatement of this other information; I Am required reporting that fact. I have nothing to report in this regard.

#### Management's Responsibility

The Company's management and Board of Directors are responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the state of affairs, profit/loss and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the 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, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

#### Auditor's Responsibilities for the Audit of the Financial Statements

My objectives is 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 my 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, I exercise professional judgment and maintain professional skepticism throughout the audit. I 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 my 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, I am also responsible for expressing my opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
  - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
  - Conclude on the appropriateness of management's use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the financial statements, or, if such disclosures are inadequate, to modify my opinion. My conclusions are based on the audit evidence obtained up to the date of my 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.
- I 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 I identify during my audit.

I also provide those charged with governance with a statement that I 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 my independence, and where applicable, related safeguards.

#### Other Matter

The company has no branches to be included in the consolidated financial statements, which has been audited by other person other than me.

#### Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order 2020 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order
2. As required by Section 143(3) of the Act, I report that:
  - a) I have sought and obtained all the information and explanations which to the best of my knowledge and belief were necessary for the purposes of my audit.
  - b) In my opinion, proper books of account as required by law have been kept by the Company so far as it appears from my examination of those books.
  - c) The Balance Sheet, the statement of profit and loss and statement of cash flow dealt with by this Report are in agreement with the books of account.
  - d) In my opinion, the aforesaid financial statements comply with the Accounting Standards specified under section 133 of the Act.
  - e) On the basis of the written representations received from the directors as on 31 March 2022 taken on record by the Board of Directors, none of the directors are disqualified as on 31 March 2022 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 with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
  - g) In my opinion and according to the information and explanations given to me, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of section 197 of the Act read with schedule V to the act.
  - h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in my opinion and to the best of my information and according to the explanations given to us:
    - i. The Company has disclosed the impact of pending litigation on its financial position in its financial statement –refer note 12 to financial statement
    - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
    - iii. There are no amounts which are required to be transferred to the Investor Education and Protection Fund by the Company

Changanacherry  
19-08-2022

Sd/- Pratheesh Joseph Job  
Chartered Accountant  
M.No: 233190  
UDIN: 22233190APQHDN2706



## **Annexure A to the Independent Auditor's Report of even date on the financial statements of Rashtra Deepika Limited**

The Annexure referred to in the Independent Auditor's Report to the members of Rashtra Deepika Limited (the "Company") on the financial statements for the year ended 31st March 2022, I report that:

**In terms of the information and explanations sought by Me and given by the Company and the books of account and records examined by me in the normal course of audit and to the best of my knowledge and belief I state that:**

- (i) (a) (A) The Company has maintained proper records showing full particulars including quantitative details and situation of property plant and equipment.
- (B) The Company has maintained proper records showing full particulars of intangible assets.
- (b) Property plant and equipment have been physically verified by the management during the year and no material discrepancies were identified on such verification.
- (c) The title deeds of all the immovable properties are held in the name of the Company.
- (d) The Company has not revalued its property plant and equipment or intangible assets during the year ended March 31 2022.
- (e) There are no proceedings initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act 1988 and rules made thereunder.
- (ii) (a) The inventory has been physically verified by the management during the Year. In our opinion the frequency of verification by the management is reasonable and the coverage and procedure for such verification is appropriate. Discrepancies of 10% or more in aggregate for each class of inventory were not noticed on such physical verification and confirmation.
- (b) The company has been sanctioned working capital limits in excess of five crore rupees (at any point of time during the year), in aggregate, from banks or financial institutions on the basis of security of current assets; quarterly returns or statements filed by the company with such banks or financial institutions are in agreement with the books of account of the Company;
- (iii) The Company has during the year, not made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the provisions of clauses 3(iii) of the Order are not applicable..
- (iv) According to the information and explanation given to us, the company has no loans, investments, guarantees or security where provisions of section 185 and 186 of the Companies Act, 2013 are to be complied with
- (v) The Company has neither accepted any deposits from the public nor accepted any amounts which are deemed to be deposits within the meaning of sections 73 to 76 of the Act and the rules made Thereunder to the extent applicable. Accordingly the requirement to report on clause 3(v) of the Order is not applicable to the Company.
- (vi) I have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government for the maintenance of cost records under section 148(1) of the Act related to the products manufactured by the Company and are of the opinion that prima facie the specified accounts and records have been made and maintained. We have not however made a detailed examination of the same.
- (vii) (a) Undisputed statutory dues including goods and services tax provident fund employees' state insurance income-tax duty of customs cess and other statutory dues as applicable to the Company have generally been regularly deposited with the Appropriate Authority. According to the information and explanations given to us and based on the audit procedures performed by us undisputed dues in respect of goods and services tax provident fund employees' state insurance income-tax duty of customs cess and other statutory dues as applicable to the Company which were outstanding at the year end for a period of more than six months from the date they became payable are AS Follows

Name Of The Statute	Provident Fund Act
Nature Of The Dues	Provident Fund
Amount (Rs In Lakhs)	350
Period To Which The Amount Relates	June 2019-August 2021
Due Date	July 2019 Onwards

(b) the company Doesnot have any dues of goods and services tax provident fund employees' state insurance income-tax sales-tax service tax duty of customs duty of excise value added tax cess and other statutory dues which have not been deposited on account of any dispute

(viii) The Company has not surrendered or disclosed any transaction previously unrecorded in the books of account in the tax assessments under the Income Tax Act 1961 as income during the year. Accordingly the requirement to report on clause 3(viii) of the Order is not applicable to the Company.

(ix) (a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender except Interest on Debentures for Rs23,12,000.

(b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority





- (c) According to the information and explanation given to us, term loans were applied for the purpose for which the loans were obtained;
- (d) On an overall examination of the accompanying standalone financial statements of the Company no funds raised on short-term basis have been used for long-term purposes by the Company.
- (e) On an overall examination of the accompanying standalone financial statements of the Company the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries. Further the Company does not have any associates or joint ventures.
- (f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries. Further the Company does not have any associates or joint ventures.
- (x) (a) The Company has not raised any money during the year by way of initial public offer / further public offer (including debt instruments) hence the requirement to report on clause 3(x)(a) of the Order is not applicable to the Company.
- (b) The company has made Preferential Allotment of shares under review and the requirement of section 42 of the Companies Act, 2013 have been complied with and according to information and explanations given to us, the amount raised have been used for the purposes for which the funds were raised
- (xi) (a) No fraud by the Company or no material fraud on the Company has been noticed or reported during the year.
- (b) During the year no report under sub-section (12) of section 143 of the Act has been filed by cost auditor secretarial auditor or by us in Form ADT - 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules 2014 with the Central Government.
- (c) As represented to us by the management there are no whistle blower complaints received by the Company during the year.
- (xii) The Company is not a Nidhi Company as per the provisions of the Act. Therefore the requirement to report on clause 3(xii)(a) to (c) of the Order is not applicable to the Company.
- (xiii) Transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and the details have been disclosed in the notes to the accompanying standalone financial statements as required by the applicable accounting standards.
- (xiv) (a) The Company has an internal audit system commensurate with the size and nature of its business.
- (b) The internal audit reports of the Company issued till the date of the audit report for the period under audit have been considered by us.
- (xv) The Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence requirement to report on clause 3(xv) of the Order is not applicable to the Company.
- (xvi) (a) The provisions of section 45-IA of the Reserve Bank of India Act 1934 (2 of 1934) are not applicable to the Company. Accordingly the requirement to report on clause 3(xvi)(a) of the Order is not applicable to the Company.
- (b) The Company is not engaged in any Non Banking Financial or Housing Finance activities. Accordingly the requirement to report on clause 3(xvi)(b) of the Order is not applicable to the Company.
- (c) The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly the requirement to report on clause 3(xvi)(c) of the Order is not applicable to the Company.
- (d) There is no Core Investment Company as a part of the Group hence the requirement to report on clause 3(xvi)(d) of the Order is not applicable to the Company.
- (xvii) The Company has not incurred cash losses in the current year But has incurred cash losses in the immediately preceding financial year respectively.
- (xviii) There has been no resignation of the statutory auditors during the year and accordingly requirement to report on Clause 3(xviii) of the Order is not applicable to the Company.
- (xix) . On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that company is incapable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.
- (xx) The provisions of Section 135 towards corporate social responsibility are not applicable on the company. Accordingly, the provisions of clause 3(xx) of the Order is not applicable



## **Annexure - B to the Independent Auditor's Report of even date on the financial statements of Rashtra Deepika Limited**

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (the "Act")

I have audited the internal financial controls over financial reporting Rashtra Deepika Limited (the "Company") as of 31 March 2022 in conjunction with My audit of the financial statements of the Company for the year ended on that date.

### **Management's responsibility for internal financial controls**

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India (the "ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records, and timely preparation of reliable financial information, as required under the Act.

### **Auditor's responsibility**

My responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on my audit. I conducted my audit in accordance with the Guidance Note and the Standards on Auditing, issued by the ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the ICAI. Those Standards and the Guidance Note require that I 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.

My audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. My 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.

I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my 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 my opinion, 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 31 March 2022, 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 issued by the ICAI.

Changanacherry  
19-08-2022

Sd/- Pratheesh Joseph Job  
Chartered Accountant  
M.No: 233190  
UDIN: 22233190APQHDN2706



**RASHTRA DEEPIKA LIMITED**  
P.B. NO.7, DEEPIKA BUILDING CMS COLLEGE ROAD, KOTTAYAM

**BALANCE SHEET AS AT 31-03-2022**

**I. EQUITY AND LIABILITIES**

Particulars	Notes	Current Year	Previous Year
<b>(1) Shareholder's Funds</b>			
(a) Share Capital	3	365,039,000	358,589,000
(b) Reserves and Surplus	4	(124,969,036)	(114,154,895)
<b>(2) Non-Current Liabilities</b>			
(a) Long term borrowings	5	183,221,797	168,519,041
(b) Long term provisions	6	68,871,751	62,833,495
<b>(3) Current Liabilities</b>			
(a) Short Term Borrowings	7	87,064,410	91,041,036
(b) Trade payables	8	56,455,005	61,533,713
(c) Other current liabilities	9	212,172,163	224,981,477
(d) Short-term provisions	10	360,000	360,000
<b>Total</b>		<b>848,215,090</b>	<b>853,702,867</b>

**II. Assets**

**(1) Non-Current Assets**

(a) Fixed Asset			
(i) Property, Plant & Equipments	11	529,919,135	534,698,324
(ii) Intangible Assets	12	276,564	276,564
(b) Non Current Investments	13	5,018,500	5,018,500
(c) Long term loans and advances	14	27,904,729	28,504,179
(d) Other non-current assets	15	116,389,409	123,846,040

**(2) Current assets**

(a) Inventories	16	11,081,588	7,790,815
(b) Trade receivables	17	145,042,521	134,437,821
(c) Cash and cash equivalents	18	8,431,506	15,239,910
(d) Short-term loans and advances	19	1,936,203	1,533,958
(e) Other current assets	20	2,214,935	2,356,756

<b>Total</b>		<b>848,215,090</b>	<b>853,702,867</b>
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Sd/-  
Dr. Francis Cleetus  
Chairman  
DIN: 01803799

Sd/-  
Rev. Fr. Mathew  
Chandrankunnel  
Managing Director  
DIN: 08362156

As per my report of even  
date attached  
Sd/- Pratheesh Joseph Job  
Chartered Accountant  
M.No.233190

Sd/-  
Animol P.V.  
Company Secretary  
M.No. 46983

Sd/-  
M.M. George  
C.F.O

Place : Kottayam  
Date : 19-08-2022



## RASHTRA DEEPIKA LIMITED

P.B. NO.7, DEEPIKA BUILDING CMS COLLEGE ROAD, KOTTAYAM

### Profit and Loss Statement for the year ended 31-03-2022

Particulars	Notes	Current Year	Previous Year
I. Revenue from operations	21	377,447,003	297,248,414
II. Other Income	22	18,826,460	17,344,970
<b>III. Total Revenue (I +II)</b>		<b>396,273,463</b>	<b>314,593,384</b>
<b>IV. Expenses:</b>			
Cost of materials consumed	23	103,253,537	65,186,741
Employee Benefits	24	122,399,456	134,383,942
Financial costs	25	34,281,497	31,715,978
Depreciation and amortization expenses		12,299,280	15,180,116
Other expenses	26	133,587,222	116,884,010
<b>Total Expenses</b>		<b>405,820,992</b>	<b>363,350,787</b>
V. Profit/(Loss) before exceptional and extraordinary items and tax	(III - IV)	<b>-9,547,529</b>	<b>-48,757,403</b>
VI. Exceptional items			
Service tax Provision Revised		Nil	9,937,228
VII. Profit/(Loss) before Extraordinary Items and Tax		-9,547,529	-38,820,175
VIII. Extra Ordinary Items			
Loss on sale of Assets		1,266,611	0
IX. Profit/(Loss) before tax	(V - VI)	<b>-10,814,140</b>	<b>-38,820,175</b>
X. Tax expense:			
<b>Total Tax Expense</b>			
XI. Profit/(Loss) for the year from continuing operations		-10,814,140	-38,820,175
XII. Profit/(Loss) for the period		<b>-10,814,140</b>	<b>-38,820,175</b>
XIII. Earning Per Share : Basic		-3.02	-10.83

Sd/-  
Dr. Francis Cleetus  
Chairman  
DIN: 01803799

Sd/-  
Rev. Fr. Mathew  
Chandrankunnel  
Managing Director  
DIN: 08362156

As per my report of even  
date attached  
Sd/- Pratheesh Joseph Job  
Chartered Accountant  
M.No.233190

Sd/-  
Animol P.V.  
Company Secretary  
M.No. 46983

Sd/-  
M.M. George  
C.F.O

Place : Kottayam  
Date : 19-08-2022



**RASHTRA DEEPIKA LIMITED**  
**P.B. NO.7, DEEPIKA BUILDING CMS COLLEGE ROAD, KOTTAYAM**  
**Cash Flow Statement**  
**For the Year Ended 31-03-2022**

	Current Year	Previous Year
<b>A Cash flows from operating activities</b>		
Loss before taxation	(10,814,140)	(38,820,175)
<b>Adjustments for:</b>		
Depreciation	12,299,280	15,180,116
Finance cost	34,281,497	31,715,978
Profit/(Loss) on sale of Asset	1,266,611	(31,389)
Land Revaluation reserve	-	288,382,389
<b>Working capital changes:</b>		
(Increase)/Decrease in trade receivables	(10,604,700)	12,577,167
(Increase)/Decrease in inventories	(3,290,773)	852,370
(Increase)/ Decrease in Other current assets	141,821	1,746,397
(Increase)/ Decrease in Short-term loans and advances	(402,245)	(100,821)
(Increase)/ Decrease in Other non-current assets	7,456,631	2,090,626
(Increase)/ Decrease in Long term loans and advances	599,450	(425,087)
Increase in trade payables	(5,078,708)	(11,642,315)
Increase in Other current liabilities	(12,809,314)	50,008,507
(Increase)Decrease in short term payable	-	
Increase in Long term provision	6,038,256	(13,001,830)
<b>Cash generated from operations</b>	<b>19,083,666</b>	<b>338,531,933</b>
<b>Net cash from operating activities- (A)</b>	<b>19,083,666</b>	<b>338,531,933</b>
<b>B Cash flows from investing activities</b>		
Purchase of Assets	(10,276,069)	(305,806,707)
Proceeds from sale of Assets	1,489,365	75,000
<b>Net cash used in investing activities - (B)</b>	<b>(8,786,704)</b>	<b>(305,731,707)</b>
<b>C Cash flows from financing activities</b>		
Issue of shares	6,450,000	-
Increase in long-term borrowings	14,702,756	7,926,547
Increase/( Decrease) in Short- Term borrowings	(3,976,626)	42,869
Finance cost	(34,281,497)	(31,715,978)
<b>Net cash from financing activities- (.C)</b>	<b>(17,105,367)</b>	<b>(23,746,562)</b>
<b>Net increase in cash and cash equivalents (A+B+C)</b>	<b>(6,808,404)</b>	<b>9,053,664</b>
<b>Cash and Bank Balances at beginning of period</b>	<b>15,239,910</b>	<b>6,186,246</b>
<b>Cash and Bank Balances at end of period</b>	<b>8,431,506</b>	<b>15,239,910</b>
<b>Closing Cash &amp; Bank Balances Includes:</b>		
Cash & Cash equivalents	1,342,497	2,389,026
Bank Balances	7,089,009	12,850,884
	<b>8,431,506</b>	<b>15,239,910</b>

Sd/-  
Dr. Francis Cleetus  
Chairman  
DIN: 01803799

Sd/-  
Rev. Fr. Mathew  
Chandrankunnel  
Managing Director  
DIN: 08362156

As per my report of even  
date attached  
Sd/- Pratheesh Joseph Job  
Chartered Accountant  
M.No.233190

Sd/-  
Animol P.V.  
Company Secretary  
M.No. 46983

Sd/-  
M.M. George  
C.F.O

Place : Kottayam  
Date : 19-08-2022



## NOTES TO FINANCIAL STATEMENTS

### 1. ACTIVITIES

The RASHTRA DEEPIKA Limited was incorporated on 14/08/1989. The company is primarily engaged in the business of Printing and Publishing.

### 2. ACCOUNTING POLICIES

#### Significant Accounting Policies

The significant Accounting Policies followed by the company are as stated below:

#### General

The financial statements of the Company have been prepared in accordance with the generally accepted accounting principles in India (Indian GAAP). The Company has prepared these financial statements to comply in all material respects with the accounting standards notified under section 133 of the Companies Act, 2013, read together with paragraph 7 of the Companies (Accounts) Rules 2014 and Companies (Accounting Standards) Amendment Rules, 2016. The financial statements have been prepared on an accrual basis and under the historical cost convention. The accounting policies adopted in the preparation of financial statements are consistent with those of previous year.

#### A) Use of estimates

The preparation of financial statements in conformity with Indian GAAP requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

#### b) Property, plant and equipment

Property, plant and equipment, capital work in progress are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises purchase price, borrowing costs if capitalization criteria are met, directly attributable cost of bringing the asset to its working condition for the intended use and initial estimate of decommissioning, restoring and similar liabilities. Any trade discounts and rebates are deducted in arriving at the purchase price. Such cost includes the cost of replacing part of the plant and equipment. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognized in the carrying amount of the fixed assets as a replacement if the recognition criteria are satisfied.

Items of stores and spares that meet the definition of property, plant and equipment are capitalized at cost and depreciated over their useful life. Otherwise, such items are classified as inventories.

The Company identifies and determines cost of each component/ part of the asset separately, if the component/ part has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining asset. Property, plant and equipment held for sale is valued at lower of their carrying amount and net realizable value. Any writeP down is recognized in the statement of profit and loss.

Gains or losses arising from derecognition of fixed assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

#### c) Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Internally generated intangible assets, excluding capitalized development costs, are not capitalized and expenditure is reflected in the statement of profit and loss in the year in which the expenditure is incurred. Intangible assets are amortized on a straight line basis over the estimated useful economic life.

#### Depreciation

Depreciation on property, plant and equipment has been provided on fixed assets under Straight Line Method at the rates and in the manner given under Schedule II to The Companies Act, 2013.

#### Inventories and Tools & Spares

Raw materials, packing materials, consumables and stores and spares are valued at lower of cost and net realizable value.. Cost of raw materials, packing materials, consumables and stores and spares is determined on a weighted average basis. Stores and spares which do not meet the definition of property, plant and equipment are accounted as inventories.

#### Employee Benefits

a. Short term employee benefits such as salaries, wages, bonus and incentives which fall due within 12 months of the period in which the employee renders the related services which entitles him to avail such benefits are recognised on an undiscounted basis and charged to the profit and loss account.

b. Defined Contribution Plans - Contributions made to the Recognised Provident Fund & Employee State Insurance Corporation are expensed to the Profit & Loss Account. The Company's obligation is limited to the amount contributed by it.

c. Defined Benefit Plans - The Company has made adequate provision for Gratuity to eligible employees. The liability for gratuity is accounted on the basis of actuarial valuation done by Sri. A.K Garg (Fellowship Number 00057) KOLKATA - 700 001, WEST BENGAL INDIA,

#### Taxes on Income

Taxes on Income are accounted under the Tax Effect Method in accordance with Accounting Standard 22 issued by





the Institute of Chartered Accountants of India. Income tax expense comprises current tax and deferred tax charge or credit. The current tax is determined as the amount of the tax payable in respect of the estimated taxable income of the period. The deferred tax credit or charge is recognised using prevailing enacted or substantively enacted tax rates. Where there are unabsorbed depreciation or carry forward losses, deferred tax asset is recognised only if there is virtual certainty of realisation of such assets. Other deferred tax assets are recognised only to the extent there is reasonable certainty realisation in future. Deferred tax assets are reviewed at each Balance of Sheet date based on the developments during the year and available case laws, to reassess realisation/ liabilities.

### Borrowing Costs

Borrowing cost includes interest and amortization of ancillary costs incurred in connection with the arrangement of borrowings. Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective asset. All other borrowing costs are expensed in the period they occur.

### Borrowing cost capitalised during the year

Qualifying asset	- Nil
Borrowing cost capitalized	- Nil

### Sale of goods & Space

Revenue from sale of goods and space are recognized when all the significant risks and rewards of ownership of the goods have been passed to the buyer, net of returns and trade discounts. The Company collects goods and service tax (GST) on behalf of the government and, therefore, these are not economic benefits flowing to the Company. Hence, they are excluded from revenue

Revenue from job work is recognised at the completion of the agreed services

### Impairment of Assets

The carrying amount of assets is reviewed at each Balance Sheet date if there is any indication of impairment based on internal/external factors. An impairment loss will be recognised wherever the carrying amount of an asset exceeds its estimated recoverable amount. The recoverable amount is greater of the assets net selling price and value in use. In assessing the value in use; the estimated future cash flows are discounted to the present value using the weighted average cost of capital.

### Revaluation of Land

Company has revalued entire land at Rs. 31,69,26,000

### Investments

Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments.

### 3.SHARE CAPITAL

#### A. Authorised

4500000 Equity shares of Rs. 100 each

(Previous Year 4500000 equity shares of Rs.100/- each) .

Current Year	Previous Year
31-03-22	31-03-21

<b>450,000,000</b>	<b>450,000,000</b>
--------------------	--------------------

#### B. Issued, Subscribed and Paid-up

##### Paid up Capital

3650390 equity shares of Rs. 100/- each fully paid-up

(Previous Year 3585890 Equity Shares of Rs.100 each)

365,039,000	358,589,000
-------------	-------------

<b>365,039,000</b>	<b>358,589,000</b>
--------------------	--------------------

### Shares held by shareholders holding more than 5% shares

#### Equity Share Capital

Particulars	Current Year		Previous Year	
	Number of shares	% of share holding	Number of shares	% of share holding
List of significant share holders (>5%)				
Rev.Fr. MATHEW PULIMOOTTIL	645,000	17.67%	645,000	17.99%
Dr.FRANCISCLEETUS	414,676	11.36%	414,676	11.56%
Rev.Fr.JOSEPH KURINJIPARAMBIL	323,078	8.85%	323,078	9.01%

### 4. RESERVES & SURPLUS

	Current Year	Previous Year
Debit Balance in Profit and Loss		
Opening Balance	(402,537,285)	(363,717,109)
Less: Current Year Profit/(Loss)	(10,814,140)	(38,820,175)
Closing Balance	<b>(413,351,425)</b>	<b>(402,537,284)</b>
Land Revaluation Reverse (Not for Distribution as Dividend)		
Opening Balance	288,382,389	
Current Year	-	288,382,389
Closing Balance	<b>288,382,389</b>	<b>288,382,389</b>
Total	<b>(124,969,036)</b>	<b>(114,154,895)</b>

**5. LONG-TERM BORROWINGS**

Debentures	28,900,000	28,900,000
Term Loans from Banks	154,321,797	139,619,041
	<b>183,221,797</b>	<b>168,519,041</b>

**6. LONG TERM PROVISIONS**

Provision for employee benefits	68,871,751	62,833,495
	<b>68,871,751</b>	<b>62,833,495</b>

**7.SHORT TERM BORROWINGS**

Loans Repayable on Demand		
From Banks	87,064,410	91,041,036
	<b>87,064,410</b>	<b>91,041,036</b>

**8. TRADE PAYABLES**

Sundry Creditors:		
- For Purchases	34,699,375	37,476,657
- For Expenses	21,755,630	24,057,056
	<b>56,455,005</b>	<b>61,533,713</b>

**9. OTHER CURRENT LIABILITIES**

1. Current Maturities of Long term Debt	9,589,789	22,080,054
2. Interest Accrued and due on borrowings	9,872,420	7,912,056
3. Other Loans & Advances:		
a. Annual Subscription Received in Advance	84,504,522	88,157,866
b. Staff ,agent and other Securities	20,474,834	22,129,081
c. Agents &Staff Welfare Fund	3,742,982	4,408,831
4. Other Liabilities	82,569,373	78,016,468
5. TDS Payable	641,513	603,257
6. Gst Payable	776,730	1,673,864
	<b>212,172,163</b>	<b>224,981,477</b>

**10. SHORT TERM PROVISIONS**

Audit Fee Payable		
Statutory Audit	360,000	360,000
	<b>360,000</b>	<b>360,000</b>

**11. FIXED ASSET REGISTER FOR THE PERIOD : 2021-2022****PROPERTY, PLANT & EQUIPMENTS**

ITEMS	Gross Block				Depreciation				Net Block	
	Opening as on 1-April-2021	Additions - 2021-22	Deletions during 2021-22	As on 31 March 2022	Up to 31-Mar-2022	For the year 2021-22	Deletions 2021-22	Up to 2021-22	As on 31-Mar-2022	As on 31-March-2021
LAND	2,85,43,611	-	-	2,85,43,611	-	-	-	-	2,85,43,611	2,85,43,611
LAND REVALUED	28,83,82,389	-	-	28,83,82,389	-	-	-	-	28,83,82,389	28,83,82,389
BUILDING	6,30,32,878	1,83,69,633	-	8,14,02,512	1,18,31,057	14,55,022	-	1,32,86,078	6,81,16,434	5,12,01,822
BUILDING WORK IN PROGRESS	1,97,51,366	-	1,79,47,926	18,03,440	-	-	-	-	18,03,440	1,97,51,366
PLANT & MACHINERY	24,83,19,113	93,88,215	44,07,363	25,32,99,965	11,20,88,413	83,50,183	16,51,387	11,87,87,209	13,45,12,756	13,62,30,700
OFFICE EQUIPMENTS	1,13,41,473	1,79,446	-	1,15,20,920	1,04,22,006	1,51,721	-	1,05,73,728	9,47,192	9,19,467
FURNITURE	1,90,56,082	-	-	1,90,56,082	1,32,97,020	12,99,877	-	1,45,96,896	44,59,185	57,59,062
LIBRARY	17,64,232	2,86,700	-	20,50,932	5,13,445	50,696	-	5,64,141	14,86,791	12,50,787
VEHICLE	1,08,78,736	-	-	1,08,78,736	82,19,617	9,91,781	-	92,11,398	16,67,338	26,59,120
<b>Total</b>	<b>69,10,69,880</b>	<b>2,82,23,995</b>	<b>2,23,55,289</b>	<b>69,69,38,586</b>	<b>15,63,71,557</b>	<b>1,22,99,281</b>	<b>16,51,387</b>	<b>16,70,19,450</b>	<b>52,99,19,136</b>	<b>53,46,98,324</b>
<b>12.INTANGIBLE ASSET</b>										
DEEPIKA.COM	59,42,071	-	-	59,42,071	56,65,507	-	-	56,65,507	2,76,564	2,76,564
<b>Grand Total :</b>	<b>69,70,11,951</b>	<b>2,82,23,995</b>	<b>2,23,55,289</b>	<b>70,28,80,657</b>	<b>16,20,37,064</b>	<b>1,22,99,281</b>	<b>16,51,387</b>	<b>17,26,84,958</b>	<b>53,01,95,699</b>	<b>53,49,74,888</b>

**13. NON-CURRENT INVESTMENTS**

Investment in Equity Instruments	5,000	5,000
Investment in Government or Trust Securities	13,500	13,500
Investment in Subsidiary Company(RDNC)	5,000,000	5,000,000
	<b>5,018,500</b>	<b>5,018,500</b>

**14. LONG TERM LOANS AND ADVANCES**

1. Security Deposits with Government & Others	7,977,254	8,618,404
2. Advance to Carmel Litho Printers (P) Ltd	12,201,632	12,159,932
3. Other Receivables	7,725,843	7,725,843
	<b>27,904,729</b>	<b>28,504,179</b>

**15. OTHER NON CURRENT ASSETS**

Long Term Trade Receivables	96,695,014	104,151,645
Rashtra Deepika News Corporation Pvt.Ltd exceeding six month	19,694,395	19,694,395
	<b>116,389,409</b>	<b>123,846,040</b>

**16. INVENTORIES: (As taken, valued and certified by the management)**

Raw Materials	8,198,593	4,969,105
Stores & Spares	2,882,995	2,821,710
	<b>11,081,588</b>	<b>7,790,815</b>

**17. TRADE RECEIVABLES**

Outstanding for a period not exceeding six months	118,451,392	113,714,706
Outstanding for a period not exceeding One year	26,591,129	20,723,115
	<b>145,042,521</b>	<b>134,437,821</b>

**18. CASH AND CASH EQUIVALENTS**

Balances with Banks	7,089,009	12,850,884
Cash on Hand	1,342,497	2,389,026
	<b>8,431,506</b>	<b>15,239,910</b>

**19. SHORT TERM LOANS AND ADVANCES**

Loans and advances to Related parties		
1. Suppliers/contracts	430,954	511,363
2. Advance to staff	1,505,249	1,022,595
	<b>1,936,203</b>	<b>1,533,958</b>

**20. OTHER CURRENT ASSETS**

TCS	44,004	30,842
TDS	2,105,630	2,264,376
GST Inputs Credit	6,301	2,538
Prepaid Rent	59,000	59,000
	<b>2,214,935</b>	<b>2,356,756</b>

**21. REVENUE FROM OPERATIONS****SALE OF PUBLICATIONS**

1. Deepika Daily	144,162,296	107,603,999
2. RD Evening Daily	8,663,741	11,206,003
3. Karshakan	1,571,353	1,386,679
4. Sthree Dhanam	199,539	344,568
5. Children's Digest	881,039	1,043,854
6. Annual Special & R D Books	1,113,356	925,532
7. Calendar	1,659,330	1,138,854
	<b>158,250,654</b>	<b>123,649,489</b>

## Advertisement Income

<b>219,196,349</b>	<b>173,598,925</b>
<b>377,447,003</b>	<b>297,248,414</b>

**22. OTHER INCOME**

Sale of Waste	4,794,040	2,874,278
Sale of Aluminium Plate Waste	2,993,274	1,687,837
Sale of plate label (Job work)	683,652	1,160,600
Job Work	10,188,705	11,590,866
Interest received	166,789	0
Net Gain/Loss on sale of Asset	0	31,389
	<b>18,826,460</b>	<b>17,344,970</b>

**23. COST OF RAW MATERIALS CONSUMED**

Opening Stock of Newsprint	4,969,105	5,373,180
Add : Purchases	91,452,821	51,024,017
Less : Closing Stock	8,198,593	4,969,105
	<b>88,223,333</b>	<b>51,428,092</b>

Opening Stock of Ink	1,785,556	1,718,666
Add : Purchases	4,301,710	3,446,295
Less : Closing Stock	1,891,701	1,785,556
	<b>4,195,565</b>	<b>3,379,405</b>



Opening Stock Other stores	1,036,154	1,551,340
Add : Purchases	10,789,779	9,864,058
Less : Closing Stock	991,294	1,036,154
	<b>10,834,639</b>	<b>10,379,244</b>
	<b>103,253,537</b>	<b>65,186,741</b>

**24. EMPLOYEE BENEFITS EXPENSES**

1. Salaries & Allowances	109,589,770	119,959,992
2. Contribution to PF& Other funds	10,895,088	11,289,986
3. Current Year Gratuity Provision	1,914,598	3,133,964
	<b>122,399,456</b>	<b>134,383,942</b>

**25. FINANCIAL COSTS**

1. Interest on Other Bank Borrowings (OD)	11,998,704	11,196,980
2. Bank charges	763,462	513,431
3. Other Interests (Term Loan)	18,788,153	17,277,567
4. Interest on Debentures	2,731,178	2,728,000
	<b>34,281,497</b>	<b>31,715,978</b>

**26. OTHER EXPENSES****A. Payments to the Auditor as**

(a) Statutory Audit	400,000	400,000
	<b>400,000</b>	<b>400,000</b>

**B. PRODUCTION EXPENSES**

1. Power, Fuel & Water	7,725,272	7,589,315
2. Printing Charges	16,095,974	10,234,538
3. Reporting Expenses	15,169,472	12,755,277
4. Sub-Office Expenses	3,198,391	2,920,936
5. Telephone, hotline, Internet & Fax Expenses	1,058,662	1,457,163
6. Repairs & Maintenance of Machinery	1,712,136	941,376
7. Production Expenses of Publications	4,502,306	3,747,284
8. Leased Line Charges	686,476	531,568
9. Tools & Spares consumed	108,595	180,004
10. Software Expenses	1,191,500	318,000
11. Web Site Maintenance	1,564,639	2,069,016
	<b>53,013,423</b>	<b>42,744,477</b>

**C. ADMINISTRATIVE EXPENSES**

1. Rates and Taxes	703,406	1,090,165
2. Insurance	438,358	487,207
3. Printing & Stationary	1,094,810	1,382,732
4. Repairs & Maintenance	555,011	1,008,004
5. Maintenance of Vehicles	1827,476	1,835,911
6. Travelling Expenses	459,269	366,797
7. Rent	2,237,312	2,166,121
8. Subscription Charges	264,379	279,991
9. Postage	584,032	452,340
10. Legal & Professional Charges	969,366	425,354
11. General Expenses	791,504	751,049
12. Administrative Expenses	23,417,863	19,950,608
	<b>33,342,786</b>	<b>30,196,279</b>

**D. SELLING & DISTRIBUTION EXPENSES**

1. Business Development Expenses	90,508	92,730
2. Cost of Daily given to Advance Subscribers	1,043,892	442,479
3. Distribution Expenses	29,576,678	24,909,116
4. Circulation & related expenses	5,696,661	5,694,399
5. Advertisement & related expenses	8,403,119	6,632,103
6. Bad debts written off	2,020,155	5,772,427
	<b>46,831,013</b>	<b>43,543,254</b>

**133,587,222****116,884,010**

Sd/-  
Dr. Francis Cleetus  
Chairman  
DIN: 01803799

Sd/-  
Rev. Fr. Mathew  
Chandrankunnel  
Managing Director  
DIN: 08362156

As per my report of even  
date attached  
Sd/- Pratheesh Joseph Job  
Chartered Accountant  
M.No.233190

Sd/-  
Animol P.V.  
Company Secretary  
M.No. 46983

Sd/-  
M.M. George  
C.F.O

Place : Kottayam  
Date : 19-08-2022



27. In the opinion of the management, the current assets, loans and advances shall realise the value as shown in the balance sheet, if realised in the normal course of business.

28. Balance of sundry debtors, creditors, fixed deposits & loans and advances are subject to confirmation/reconciliation.

## 29. RELATED PARTY DISCLOSURES

1. Name of the related party and nature of relationship - Rashtra Deepika News Corporation ( P ) Ltd,

100% Subsidiary Company

List of the companies in which one of the director has significant influence - Nil

Key Management Personnel - Nil, Relative of Key Management Personnel - Nil

Transactions with related parties as per the books of account during the year ended

	31-3-2022	31-3-2021
Amount Outstanding	1,96,94,395	1,96,94,395

List of the companies in which one of the directors has significant influence

Total value of transactions is Rs.Nil (Previous year Rs. Nil)

The related party was printing and publishing 'Rashtra Deepika Eveninger'. No amount has been written off or written back in this period in respect of debts due from the related party.

2. Deepika Chidrens League- It is a Trust, where the Managing Director of the Company is the Managing Trustee

Transactions with related parties as per the books of account during the year ended

	31-3-2022	31-3-2021
Amount Receivable as at	28,59,677	16,68,671

Total value of transactions is Rs. 28,68,863/-(Previous year Rs. 29,92,993)

The related party is a trust engaged in education and personality development programs for students.

## 30. DISCLOSURE IN ACCORDANCE WITH AS 15 ON EMPLOYEE BENEFITS

Following are the Principal Actuarial Assumptions used at the balance sheet date:

Particulars	31.03.2022	31.03.2021
Discount Rate	6.90% p.a.	6.60% p.a.
Rate of increase of Salary	7.00% p.a.	7.00% p.a.

31. Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Basic and Diluted Earnings Per Share (EPS), of face value Rs.100/- has been calculated as under:-

	Current Year	Previous Year
a. Profit as per P&L A/c.	(1,0,82,4140)	(3,88,20,175)
b. Weighted Average of No. of Shares	(35,86,420)	35,85,890)
c. Basic and diluted earnings per share (a/b)	(3.02)	(10.83)

32. The details of Provisions as per AS 29 are given below:

	Opening Balance	Additions/Reversals	CLOSING BALANCE
Provision for Gratuity	6,28,33,495	60,38,256	6,88,71,751

33. The management has initiated the process of identifying enterprises which have provided goods and services to the company and which qualify under the definition of micro and small enterprises, as defined under Micro, Small and Medium Enterprises Development Act, 2006. The company has not received any intimation from its vendors regarding their status under Micro, Small and Medium Enterprises Development Act, 2006. Further in the view of the management, the impact of interest, if any, that may be payable in accordance with the provisions of the Act is not expected to be material.

## 34. NOTES FORMING PART OF THE ACCOUNTS

### 1. QUANTITATIVE DETAILS REGARDING SALE:

	No. Of Copies 2021-2022	No. Of Copies 2020-2021
1. Daily Publications	2,86,20,889	2,40,15,593
2. Fortnightly Publications	-	19,327
3. Monthly Publications	1,86,167	3,13,683
4. Annual Publications	94,085	83,189



## 2. PURCHASE, CONSUMPTION AND CLOSING STOCK OF RAW MATERIALS

Stock Level	News Print including White Paper		Printing Ink		Other Stores	
Period	2021-22	2020-21	2021-22	2020-21	2021-22	2020-21
<b>Opening Stock</b>						
Quantity MTs	99.420	115.705	10.400	11.115		
Value Rs.	4,969,105	5,373,180	1,785,556	1,718,666	1,036,154	1,551,340
<b>Purchases</b>						
Quantity MTs	1,542.112	1,176.203	29.21	22.955		
Value Rs.	91,452,821	51,024,017	4,301,710	3,446,295	10,789,779	9,864,058
<b>Consumption</b>						
Quantity MTs	1,522.384	1,192.488	28.92	23.670		
Value Rs.	88,223,333	51,428,092	4,195,565	3,379,405	10,834,638	10,379,244
<b>Closing Stock</b>						
Quantity MTs	119.148	99.420	10.690	10.400		
Value Rs.	8,198,593	4,969,105	1,891,701	1,785,556	991,295	1,036,154

## 3. IMPORTED & INDIGENOUS RAW MATERIALS & STORES CONSUMED AND THEIR PERCENTAGE TO TOTAL CONSUMPTION

	2021-22			2020-21		
Item	Qty in MTS	Value in Rs.	%	Qty in MTS	Value in Rs.	%
<b>Imported</b>						
a) Newsprint	1093.363	63023300	71	978.009	41,418,017	81
b) Other stores	Nil	Nil	Nil	Nil	Nil	Nil
<b>Indigenous</b>						
a) Newsprint	429.021	25,200,033	29	214.479	10,010,075	19
b) Ink	28.920	4,195,565	100	23.670	3,379,405	100
c) Other stores	Nil	10,834,638	100	Nil	10,379,244	100



4. Depreciation has been provided in accounts on straight line method at the rates prescribed under schedule 2 of the Companies act 2013
5. The asset register rewritten unit wise and location wise based on physically verified balance as on 31.03.2021 has been updated.
6. The provision for redemption of debentures has not been made, as there is no profit as per profit & loss account.
7. The salary and allowances include the remuneration to Managing Director is Rs.2,40,000/-and to other two Directors are Rs.2,40,000 /-. which is in accordance with the provision of Section 197 of the Act read with Schedule V.
8. Facilities with South Indian bank are secured by stock, debtors and equitable mortgage of 7 cents of land with building at Trivandrum, 25 cents of land at Kollam,33 cents of land at Kottayam, and 73 cents of land at Thrissur and Collateral security on entire fixed assets of the Company. Term loan from South Indian Bank Kottayam is secured by mortgage of 32.75 cents of land in Kannur and 1.13 acre of land, building, Press at Vadavathore.
9. The small scale industries to which the company owes monies outstanding for more than 30 days as at the balance sheet date is nil. The information regarding SSI has been determined to the extent such parties have been identified on the basis of information available with the company.
10. In compliance with A.S.22 issued by the Institute of Chartered Accountants of India, the net deferred tax asset is not recognised as there is no virtual certainty supported by convincing evidence that significant future taxable income will be available against which such deferred tax asset can be realised.
11. Details of the cases/legal proceedings against the Company are as follows.

#### **(A) BEFORE THE HONOURABLE HIGH COURT OF KERALA**

1. **CA 19/2012** Appeal filed by (1) Thampy Karunan & (2) K . A. Thomas against the dismissal of Company petition No. 109/2010 of the Company Law Board Chennai. 1<sup>st</sup> appellant Thampy Karunan intimated the court that he has no intention in proceeding with the case. Case Pending. *Company's Advocates: Jomy George, Ernakulam & Manoj Menon, Chennai.*
2. **RSA 717/2012** of High Court of Kerala. Appeal filed by Chacko Devasia Malayil against RDL opposing the approval of his removal as Director Marketing of the Company by the Dist. Court, Kottayam ---- Case Pending. *Company's Advocate: Jomy George, Ernakulam.*
3. **RSA 386/13** of High Court of Kerala filed by Mangalam Publications from the Judgement in AS 94/06 of sub court, Irinjalakuda. *Case pending. Co's. Advocate : Jomy George- Ernakulam.*
4. **WP (C) 21108/14 R:** Public interest petition filed by Dijo Kappen, Pala in the matter of preventing publication of oral observation made by Judges during arguments. Notice sent to Editor, Deepika. Advocate Jomy George for entering appearance on behalf of the Company. Matter is pending before the Honourable Court. *Company's Advocate – Jomy George, Ernakulam. Case pending.*
5. **WP (C) 6485/13** of High Court of Kerala filed by Jo Mathew, an employee of the RDL against his removal from the Co. *Case is pending before the Honourable High Court of Kerala. Company's Advocate : Jomy George, Ernakulam. Case is pending.*
6. **Writ Petition No. WP(C) 37568/16** – Filed Before the Hon'ble High Court of Kerala - This is a writ petition filed by one of the shareholders of the Company namely Mrs. Lizy A. Chacko, W/o. former Director Sri Chacko Devasia Malayil for a direction to the Union of India and the Registrar of Companies, Kerala “to investigate into the affairs of the Company under Section 209A and 234 of the Companies Act, 1956, alleged against the unlawful Directors and unlawful acts done by persons who were on the Board of the Company and who usurped the position as Directors of the Company and who are unlawfully still acting as Directors of the Company.”

In the above respect, Company has engaged Advocate Jomy George of Ernakulam to represent the Company before the Hon'ble High Court of Kerala.” *Case is pending.*

7. **RSA 79/2017** -- Before the Hon'ble High Court of Kerala. This is an appeal filed by Sunil Joseph Koozhampala and Chacko Devasia Malayil against the disposal order of District Court, Ernakulam in AS 167/14 dismissing the appeal petition of the OS 167/12 of Munsif Court, Ernakulam. Case pending. *Company's advocate - Jomy George, Ernakulam*
8. **O.S 44/2021** Before the Sub Court Kottayam - This suit is filed for the realisation of Rs.15 lakhs paid by the Company as advance for the purchase of a building and property at Vadavathore. - Case pending , *Company's Advocate - CA George Kutty*

#### **(B) IN OTHER COURTS IN THE STATE:**

1. **ST 382/2008** - before the Additional Chief Judicial Magistrate (Economic offences), Ernakulam, filed by Registrar of Companies, Kerala against Sunil Joseph Koozhampala, MD of the Company for non-filing of Trading and Profit & Loss Account for the period ending 31st March 2007. Case pending. *Company's Advocate --- Jomy George, Ernakulam.*



2. **ST 383/2008** - before the Additional Chief Judicial Magistrate (Economic offences), Ernakulam, filed by Registrar of Companies, Kerala against Sunil Joseph Koozhampala, MD of the Company for non-filing of Annual Financial Statement for the period ending 31st March 2007. Case pending. *Company's Advocate---Jomy George, Ernakulam.*
3. **ST 67/2019** - Before the Hon. Additional Chief Judicial Magistrate Court (Economic Offences Court), Ernakulam filed by Registrar of Cos. against Managaing Director; and others of Rashtra Deepika Ltd. U/S 88(1) of Companies Act 2013 for failing to keep Register of Members, Debenture holders, or Security holders of the Company. Case posted for appearance on 2-5-2019. Company engaged advocate Jomy George to appear before the Court on behalf of the Company. Case pending.
4. **ST 69/19** - Before the Addl. Chief Judicial Magistrate (Economic Offences), Court, Ernakulam against former Managing Director Sri P. P. Sunny U/S 211 of the Companies Act, 1956 alleged to be reported false statement in the 21st AGM. Vakalath filed. Advocate Jomy George, Ernakulam. Case pending.
5. **CC1576/18** - Before the Judicial First Class Magistrate Court, Angamaly,. The criminal case filed by Nedumbassery Police against Chief Editor and Printer & Publisher of Rashtra Deepika for a crime Under Section 228A (1) (3) IPC. Last posting was on 09.08.2022.
6. (a) Before the Judicial First Class Magistrate Court (III), Kottayam.  
**CC937/16** -- against Sri Paul P. Varghese, former DTP Operator who committed attack on the Officers of the Company in the Cabin of Deputy Managing Director. Last posting was on 7-2-2020.
- (b) **CC 9/19** -- Counter case filed by Paul P. Varghese, former DTP Operator against CFO (Chief Financial Officer), GM – Marketing, DGM – Circulation, DGM – HR & Biju A. Thomas – Manager Systems. These Officers taken bail from the Court on 30th Sept. 2019 and the Last posting was on 7th Feb. 2020.

#### (D) DEFAMATION CASES AGAINST THE COMPANY:

There are four pending defamation cases against the company regarding publication of certain News.

#### (E) LABOUR CASES AGAINST THE COMPANY:

There are Four pending EPFO cases and Three Labour cases against the company.

12. The audited final accounts of Rashtra Deepika News Corporation Pvt. Ltd., the wholly owned subsidiary of the company (Non operating) are attached.
13. The Company has recognised the impairment effect of its assets as per AS.28 issued by the Institute of Chartered Accountants of India.
14. Other Expenses include remuneration to statutory auditors, comprising of Statutory Audit- Rs.4,00,000/- (Previous year Rs. 4,00,000/- )
15. Fee for auditor is more than 15% of his total receipts during the year.
16. The Company's net worth has eroded. However having regard to financial support from its promoters and further restructuring exercises are in progress and being planned to be implimented. The financial statement has been prepared on the basis that the company is a going concern and that not adjustments are required to the carrying value of the assets and liabilities.
17. Previous Year figures have been regrouped, wherever necessary, to suit to the current classification adopted in this year.

Sd/-  
Dr. Francis Cleetus  
Chairman  
DIN:01803799

Sd/-  
Rev. Fr. Mathew  
Chandrakunnel  
Managing Director  
DIN:08362156

As per my report of even  
date attached  
Sd/- Pratheesh Joseph Job  
Chartered Accountant  
M.No.233190

Sd/-  
Animol P.V.  
Company Secretary  
M.No.46983

Sd/-  
M.M. George  
C.F.O

Place : Kottayam  
Date : 19-08-2022



## RASHTRA DEEPIKA NEWS CORPORATION PRIVATE LIMITED

DOOR NO. 41/2556, OPP. NORTH RAILWAY STATION,  
RAILWAY STATION ROAD, KOCHI-682018  
CIN: U22211KL2005PTC017784

### NOTICE

Notice is hereby given that the 17th Annual General Meeting of the members of Rashtra Deepika News Corporation Private Limited will be held on Friday, 23<sup>rd</sup> September 2022 at 03:00 P. M. at the Registered Office of the company to transact the following business:

#### ORDINARY BUSINESS

1. To consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2022 and the reports of the Board of Directors ("the Board") and auditors thereon.
2. To appoint a Director in the place of Rev. Fr. George Cherian (DIN: 08979773) who retires at this Annual General Meeting and being eligible offers himself for re-appointment.
3. To appoint Statutory Auditors from the conclusion of this Annual General Meeting until the conclusion of the Sixth consecutive Annual General Meeting and to fix their remuneration:

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

**RESOLVED THAT** pursuant to Sections 139, 142 of the Companies Act, 2013 ("Act") and other applicable provisions, if any, of the said Act and Companies (Audit and Auditors) Rules, 2014 made thereunder and other applicable rules, if any, under the said Act (including any statutory modification(s) or re-enactment thereof for the time being in force) M/s. Jameskutty & Associates, Chartered Accountants (Registration No. 008224S), be and is hereby appointed as the Statutory Auditors of the Company commencing from the conclusion of this Annual General Meeting till the conclusion of 22<sup>nd</sup> Annual General Meeting at a remuneration to be fixed by the Board of Directors of the Company, in consultation with the Auditors.

Ernakulam  
19-08-2022

By order of the Board  
Sd/- Director: **Rev. Fr. Mathew Chandramkunnel**  
DIN- 08362156

#### Notes:-

1. A member entitled to attend and vote is entitled to appoint a proxy to attend and vote on a poll on his behalf and the proxy need not be a member. The proxy forms duly completed, stamped and signed must be deposited at the registered office of the company not less than 48 hours before the meeting.
2. Proxies submitted on behalf of limited companies, societies etc must be supported by an appropriate resolutions/ authority, as applicable. A person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the company carrying voting rights. In case a proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.
3. Route map of venue of annual general meeting.



**ADDITIONAL INFORMATION OF DIRECTORS RECOMMENDED FOR RE-APPOINTMENT AS REQUIRED AS PER SECRETARIAL STANDARD ON GENERAL MEETING (SS-2)**

Particulars	Fr. George Cherian
Age	61years
Qualifications	Phd
Experience	Above 13 years
Remuneration or remuneration last drawn	Nil
Date of first appointment on Board	20.05.2021
Shareholding in the Company as on 31.03.2022	Nil
Relationship with other Directors, Manager, and other Key Managerial Persons of the Company	Nil
Number of meetings of the board attended during the year	0
Other Directorships (excluding RASHTRADEEPIKA NEWS CORPORATION PVT LTD)	RASHTRADEEPIKA LTD



**DEEPIKA**  
matrimony



സീറോ മലബാർ മാട്രിമണിയിൽ പരസ്യം നൽകുമ്പോൾ ദീപിക ദിനപത്രത്തിൽ ഒരു ഞായറാഴ്ച മാട്രിമോണിയൽ പരസ്യം സൗജന്യം

**ജനി കല്യാണം ജരട്ടിവേഗത്തിൽ**

സീറോ മലബാർ സഭയിലെ എല്ലാ രൂപതകളെയും ഉൾക്കൊള്ളുന്ന ഏക മാട്രിമോണിയൽ നെറ്റ്‌വർക്ക്



**+91 93495 66 555, +91 93495 99 074**

**RASHTRA DEEPIKA NEWS CORPORATION PRIVATE LIMITED**

**DOOR NO. 41/2556, OPP. NORTH RAILWAY STATION,  
RAILWAY STATION ROAD, KOCHI-682018  
CIN: U22211KL2005PTC017784**

**BOARD REPORT**

**To the Members,**

Your Directors are pleased to present the 17<sup>th</sup> Annual Report of the Company together with the Audited Statements of Accounts for the year ended 31st March, 2022.

**1) FINANCIAL RESULTS**

The Company's financial performance for the year under review along with previous year's figures is given hereunder:

PARTICULARS	(In Rs)	
	31-03-22	31-03-21
Sales & Other Income	0.00	0.00
Depreciation	0.00	0.00
Deferred Tax	0.00	0.00
Income Tax	0.00	0.00
Profit/(Loss) after Tax	(10,000.00)	(10,000.00)

**2) EXTRACTS OF ANNUAL RETURN (ANNEXURE 1)- S.134 (3) a**

The extracts of Annual Return pursuant to the provisions of Section 92 read with Rule 12 of the Companies (Management and administration) Rules, 2014 is hosted on the Company's website.

**3) NUMBER OF BOARD MEETINGS CONDUCTED DURING THE FINANCIAL YEAR UNDER REVIEW -S.134 (3) b**

The Company had 5 Board meetings, during the financial year under review as detailed below:-

**Board Meetings & Attendance details of Directors in the Meeting**

Name	DIN	Dates of Board Meetings				
		20.05.2021	25.05.2021	30.07.2021	26.11.2021	25.02.2022
Reji Varughese	07807196	√	X	X	X	X
Mani Puthiyidom	07268209	√	X	X	X	X
Mathew Chandramkunnel	08362156	√	√	√	√	√
George Cherian	08979773	√	√	√	√	√
John C C	09162940	√	√	√	√	√

**4) DIRECTORS RESPONSIBILITY STATEMENT- S.134 (3) c**

In accordance with the provisions of Section 134(5) of the Companies Act, 2013 the Board hereby submits its responsibility Statement:-

- In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- 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;
- 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;
- The directors had prepared the annual accounts on a going concern basis; and
- 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.

**5) DIRECTORS AND KEY MANAGERIAL PERSONNEL**

Fr. George Cherian (DIN: 08979773) and Fr. Dr. Charivupurayidathil Cherian John (DIN: 09162940) were appointed as additional Directors of the Company on 20th May, 2021 to hold office up to the date of the forthcoming Annual General Meeting. They were designated as Directors of the Company at the Annual General Meeting held on 29<sup>th</sup> September, 2021.



Fr. Mani Puthiyidom (DIN: 07268209) and Fr. Reji Varughese (DIN: 07807196) tendered their resignation w.e.f 25th May, 2021 as a Director of the Company. The Board of Directors places on record its appreciation for his invaluable contributions during his tenure as a Director.

Pursuant to the provisions of Section 203 of the Act, the appointment of Key Managerial Personnel is not applicable to the company.

**6) DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SUB-SECTION (12) OF SECTION 143 OTHER THAN THOSE WHICH ARE REPORTABLE TO THE CENTRAL GOVERNMENT- S. 134(3)(ca).**

Auditors have not reported any fraud during the year under review.

**7) DECLARATION GIVEN BY INDEPENDENT DIRECTORS UNDER SUB-SECTION (6) OF SECTION 149- S. 134(3) d**  
Not Applicable

**8) NOMINATION AND REMUNERATION COMMITTEE- S. 134(3) e**

The Company is not covered under rules prescribed under Companies (Meeting of Board and its Powers) Rules 2014. Hence there is no need for constitution of Nomination and Remuneration Committee under Section 178(1) of Companies Act 2013.

**9) EXPLANATION OR COMMENTS ON QUALIFICATIONS, RESERVATIONS OR ADVERSE REMARKS OR DISCLAIMERS MADE BY THE AUDITORS AND THE PRACTICING COMPANY SECRETARY IN THEIR REPORTS- S. 134(3) f.**

There were no qualifications, reservations or adverse remarks made by the Auditors in their report. The provisions relating to submission of Secretarial Audit Report is not applicable to the Company.

**10) PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 -S. 134(3) g.**

The Company has not given any Loans, guarantees or Investments under Sec 186 of Companies Act 2013.

**11) PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES UNDER SEC 188(1) COMPANIES ACT, 2013 - S. 134(3) h.**

During the year under review, the company has not entered into any transactions with its related parties.

**12) TRANSFER TO RESERVES - S. 134(3) j.**

Since the company was in loss, no amount was transferred to General Reserve Account. The total balance in Reserves and Surplus as on 31-03-2022 stood at Rs. (247.44) Lakhs.

**13) DIVIDEND S. 134(3) k.**

Considering the Company's financial performance during the year, the Directors have not recommended payment of any dividend for the financial year ended 31-03-2022.

Transfer of unclaimed dividend to investor education and protection fund

In terms of Section 125(2) of the Companies Act, 2013, no unclaimed or unpaid Dividend relating to the financial year is due for remittance to the Investor Education and Protection Fund established by the Central Government.

**14) MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT- S. 134(3)l.**

No material changes or commitments likely to affect the financial position of the Company having an impact on the functioning and working of the Company has occurred between the end of the financial year to which the financial statements relate and the date of Boards' Report. The operations of the Company have been effectively being managed and the Management shall review the performance from time to time in order to monitor the business activities of the Company.

**15) CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO- S. 134(3)m.**

a. Conservation of energy:

The provisions of Section 134(3)(m) of the Companies Act, 2013 regarding conservation of energy and Technology Absorption is not applicable.

b. Technology absorption: NIL

c. Foreign Exchange Inflow and Outgo: There was no foreign exchange inflow or Outflow during the year under review.

**16) CORPORATE SOCIAL RESPONSIBILITY U/S 135 OF THE COMPANIES ACT, 2013 - S. 134(3)o.**

CSR activity is not applicable to the company.

**17) ANNUAL EVALUATION-S. 134(3)p.**

Not applicable to the company.

**18) COMPOSITION OF AN AUDIT COMMITTEE- S. 177(8)**

Company is not required to constitute an audit committee.





## 19) REPORT ON VIGIL MECHANISM - S.177(9) & (10)

The company is not required to establish a vigil mechanism.

## 20) SHARE CAPITAL

The Company has not issued any Equity Shares, Sweat Equity Shares, employee Stock option and not called for Buy back of Shares during the current financial year.

- a. Issue of equity shares with differential rights – NIL
- b. Issue of sweat equity shares – NIL
- c. Issue of employee stock options – NIL
- d. Provision of money by company for purchase of its own shares by employees or by trustees for the benefit of employees– NIL

## 21) MANAGERIAL REMUNERATION:

In terms with Rule 5(2) of Companies (Appointment & Remuneration) Rules, 2014, there was no employee who was in receipt of remuneration of Rs. 8.50 Lakhs or more per month or Rs. 102 Lakhs or more per Annum or in excess of that drawn by the Managing Director or Whole Time Director or Manager and holds by himself or along with his spouse and dependent children, not less than two percent of the Equity Shares of the Company during the period under report.

## 22) STATUTORY AUDITORS

Pursuant to provisions of section 139 of the Act, the members at the annual general meeting of the Company held on 30<sup>th</sup> September, 2018 appointed CA Pratheesh Joseph Job, Chartered Accountant, Changanacherry (Registration No 233190) as statutory auditors of the Company till the conclusion of annual general meeting to be held in the year 2022.

The term of appointment of the statutory auditors expires at the conclusion of ensuing annual general meeting.

The Board of Directors, based on the recommendation of the audit committee, at its meeting held on 19<sup>th</sup> August, 2022, has proposed the appointment of Jameskutty & Associates (Firm Registration No. 008224S as statutory auditors of the Company for a term of five years to hold office from the conclusion of 17<sup>th</sup> annual general meeting till the conclusion of 22<sup>nd</sup> annual general meeting, subject to approval of the members and to fix their remuneration.

The statutory auditors have confirmed that they are not disqualified to act as auditors of the Company.

## 23) RULE 8(5)

- (i). **The financial summary or highlights;** Already given
- (ii). **The change in the nature of business, if any;** There is no change in the nature of the company's business during the financial year under review
- (iii). **The names of companies which have become or ceased to be its subsidiaries, joint ventures or associate companies during the year;** The company has no subsidiaries/ joint ventures/ associates.
- (iv). **The details relating to deposits, covered under Chapter V of the Act,-** The Company has not accepted any Deposit falling within the purview of Section 73 of the Companies Act, 2013 read with the Rules made there under. Hence, details as required under Rule 8(5)(v) of the Companies (Accounts) Rules, 2014 are not provided.
- (v). **The details of significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future;** There are no significant orders by Regulators impacting the going concern status of the company and company's operations in future.

## 24) DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PROVISION, PROHIBITION AND REDRESSAL) ACT, 2013.

The Company has in place an Anti Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. All employees (permanent, contractual, temporary, trainees) are covered under this policy. The following is a summary of sexual harassment complaints received and disposed off during each calendar year.

- No of complaints received: NIL
- No of complaints disposed off: N.A

## 25) COMPLIANCE OF SECRETARIAL STANDARDS

It is hereby declared that the company has followed applicable secretarial standards as prescribed by the Institute of company Secretaries of India (ICSI).

## 26) ACKNOWLEDGEMENTS

Your Directors place on record their sincere thanks to bankers, business associates, consultants, and various Government Authorities for their continued support extended to your Companies activities during the year under review. Your Directors also acknowledges gratefully the shareholders for their support and confidence reposed on your Company.

Sd/- Rev. Fr. Mathew Chandrankunnel  
Director  
(DIN: 08362156)

Sd/- Rev. Dr. John C.C.  
Director  
(DIN: 09162940)

Place : Ernakulam  
Date : 19-08-2022



## INDEPENDENT AUDITORS' REPORT

**To the Members of  
Rashtra Deepika News Corporation Private Limited**

### **Report on the Audit of the Financial Statements Opinion**

I have audited the financial statements of Rashtra Deepika News Corporation Private Limited (the "Company"), which comprise the Balance Sheet as at 31 March 2022, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and, a summary of the significant accounting policies and other explanatory information.

In my opinion and to the best of my information and according to the explanations given to me, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the state of affairs of the Company as at 31 March 2022, its Loss and its cash flows for the year ended on that date.

### **Basis for Opinion**

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

### **Other Information**

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the financial statements and my auditors' report thereon.

**My opinion on the financial statements does not cover the other information and I do not express any form of assurance conclusion thereon.**

In connection with my audit of the financial statements, my responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or my knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work I have performed, I conclude that there is a material misstatement of this other information; I am required to report that fact. I have nothing to report in this regard.

### **Management's Responsibility**

The Company's management and Board of Directors are responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the state of affairs, profit/loss and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the 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, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

### **Auditor's Responsibilities for the Audit of the Financial Statements**

My objectives is 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 my 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, I exercise professional judgment and maintain professional skepticism throughout the audit. I 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 my 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, I am also responsible for expressing my opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

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

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the financial statements, or, if such disclosures are inadequate, to modify my opinion. My conclusions are based on the audit evidence obtained up to the date of my 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.

I 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 I identify during my audit.

I also provide those charged with governance with a statement that I 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 my independence, and where applicable, related safeguards.

**Other Matter**

The company has no branches to be included in the consolidated financial statements, which has been audited by other person other than me.

**Report on Other Legal and Regulatory Requirements**

1.. As required by the Companies (Auditor's Report) Order 2020 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order

2. As required by Section 143(3) of the Act, I report that:

a) I have sought and obtained all the information and explanations which to the best of my knowledge and belief were necessary for the purposes of my audit.

b) In my opinion, proper books of account as required by law have been kept by the Company so far as it appears from my examination of those books.

c) The Balance Sheet, the statement of profit and loss and statement of cash flow dealt with by this Report are in agreement with the books of account.

d) In my opinion, the aforesaid financial statements comply with the Accounting Standards specified under section 133 of the Act.

e) On the basis of the written representations received from the directors as on 31 March 2022 taken on record by the Board of Directors, none of the directors are disqualified as on 31 March 2022 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 with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

g) In my opinion and according to the information and explanations given to me, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of section 197 of the Act read with schedule V to the act.

h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in my opinion and to the best of my information and according to the explanations given to me:

i. The Company does not have any pending litigation which would impact on its financial position in its financial statement

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

iii. There are no amounts which are required to be transferred to the Investor Education and Protection Fund by the Company



**Annexure A to the Independent Auditor's Report of even date on the financial statements of Rashtra Deepika News Corporation Private Limited**

**In terms of the information and explanations sought by Me and given by the Company and the books of account and records examined by me in the normal course of audit and to the best of my knowledge and belief I state that:**

- (i) (a) (A) The Company has maintained proper records showing full particulars including quantitative details and situation of property plant and equipment.
- (B) The Company has maintained proper records showing full particulars of intangible assets.
- (b) Property plant and equipment have been physically verified by the management during the year and no material discrepancies were identified on such verification.
- (c) The title deeds of all the immovable properties are held in the name of the Company.
- (d) The Company has not revalued its property plant and equipment or intangible assets during the year ended March 31 2022.
- (e) There are no proceedings initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act 1988 and rules made thereunder.
- (ii) (a) The inventory has been physically verified by the management during the Year. In our opinion the frequency of verification by the management is reasonable and the coverage and procedure for such verification is appropriate. Discrepancies of 10% or more in aggregate for each class of inventory were not noticed on such physical verification and confirmation.
- (b) The Company does not have any inventory and no working capital limits in excess of five crore rupees (at any point of time during the year), in aggregate, from banks or financial institutions on the basis of security of current assets. Accordingly, the provisions of clause 3(ii) of the Order are not applicable
- (iii) The Company has during the year, not made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the provisions of clauses 3(iii) of the Order are not applicable..
- (iv) According to the information and explanation given to us, the company has no loans, investments, guarantees or security where provisions of section 185 and 186 of the Companies Act, 2013 are to be complied with
- (v) The Company has neither accepted any deposits from the public nor accepted any amounts which are deemed to be deposits within the meaning of sections 73 to 76 of the Act and the rules made Thereunder to the extent applicable. Accordingly the requirement to report on clause 3(v) of the Order is not applicable to the Company.
- (vi) I have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government for the maintenance of cost records under section 148(1) of the Act related to the products manufactured by the Company and are of the opinion that prima facie the specified accounts and records have been made and maintained. We have not however made a detailed examination of the same.
- (vii) (a) Undisputed statutory dues including goods and services tax provident fund employees' state insurance income-tax duty of customs cess and other statutory dues as applicable to the Company have generally been regularly deposited with the Appropriate Authority. According to the information and explanations given to us and based on the audit procedures performed by us undisputed dues in respect of goods and services tax provident fund employees' state insurance income-tax duty of customs cess and other statutory dues as applicable to the Company which were outstanding at the year end for a period of more than six months from the date they became payable are NIL
- (b) The dues of goods and services tax provident fund employees' state insurance income-tax sales-tax service tax duty of customs duty of excise value added tax cess and other statutory dues which have not been deposited on account of any dispute are NIL
- (viii) The Company has not surrendered or disclosed any transaction previously unrecorded in the books of account in the tax assessments under the Income Tax Act 1961 as income during the year. Accordingly the requirement to report on clause 3(viii) of the Order is not applicable to the Company.
- (ix) (a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.
- (b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- (c) The Company did not have any term loans outstanding during the year hence the requirement to report on clause (ix)(c) of the Order is not applicable to the Company.
- (d) On an overall examination of the accompanying standalone financial statements of the Company no funds raised on short-term basis have been used for long-term purposes by the Company.
- (e) On an overall examination of the accompanying standalone financial statements of the Company the Company has



- not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries. Further the Company does not have any associates or joint ventures.
- (f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries. Further the Company does not have any associates or joint ventures.
- (x) (a) The Company has not raised any money during the year by way of initial public offer / further public offer (including debt instruments) hence the requirement to report on clause 3(x)(a) of the Order is not applicable to the Company.
- (b) The Company has not made any preferential allotment or private placement of shares/fully or partially or optionally convertible debentures during the year under audit and hence the requirement to report on clause 3(x)(b) of the Order is not applicable to the Company.
- (xi) (a) No fraud by the Company or no material fraud on the Company has been noticed or reported during the year.
- (b) During the year no report under sub-section (12) of section 143 of the Act has been filed by cost auditor secretarial auditor or by us in Form ADT - 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules 2014 with the Central Government.
- (c) As represented to us by the management there are no whistle blower complaints received by the Company during the year.
- (xii) The Company is not a Nidhi Company as per the provisions of the Act. Therefore the requirement to report on clause 3(xii)(a) to (c) of the Order is not applicable to the Company.
- (xiii) Transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and the details have been disclosed in the notes to the accompanying standalone financial statements as required by the applicable accounting standards.
- (xiv) (a) The Company has an internal audit system commensurate with the size and nature of its business.
- (b) The internal audit reports of the Company issued till the date of the audit report for the period under audit have been considered by us.
- (xv) The Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence requirement to report on clause 3(xv) of the Order is not applicable to the Company.
- (xvi) (a) The provisions of section 45-IA of the Reserve Bank of India Act 1934 (2 of 1934) are not applicable to the Company. Accordingly the requirement to report on clause (xvi)(a) of the Order is not applicable to the Company.
- (b) The Company is not engaged in any Non Banking Financial or Housing Finance activities. Accordingly the requirement to report on clause (xvi)(b) of the Order is not applicable to the Company.
- (c) The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly the requirement to report on clause 3(xvi)(c) of the Order is not applicable to the Company.
- (d) There is no Core Investment Company as a part of the Group hence the requirement to report on clause 3(xvi)(d) of the Order is not applicable to the Company.
- (xvii) The Company has incurred cash losses in the current year and in the immediately preceding financial year respectively.
- (xviii) There has been no resignation of the statutory auditors during the year and accordingly requirement to report on Clause 3(xviii) of the Order is not applicable to the Company.
- (xix) . On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that company is incapable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.
- (xx) The provisions of Section 135 towards corporate social responsibility are not applicable on the company. Accordingly, the provisions of clause 3(xx) of the Order is not applicable



## **Annexure - B to the Independent Auditor's Report of even date on the financial statements of Rashtra Deepika News Corporation Private Limited**

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (the "Act")

I have audited the internal financial controls over financial reporting Rashtra Deepika News Corporation Private Limited (the "Company") as of 31 March 2022 in conjunction with my audit of the financial statements of the Company for the year ended on that date.

### **Management's responsibility for internal financial controls**

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India (the "ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records, and timely preparation of reliable financial information, as required under the Act.

### **Auditor's responsibility**

My responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on my audit. I conducted my audit in accordance with the Guidance Note and the Standards on Auditing, issued by the ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the ICAI. Those Standards and the Guidance Note require that I 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.

My audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. My 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.

I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my 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 my opinion, 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 31 March 2022, 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 issued by the ICAI.

Changanacherry  
19-08-2022

Sd/- Pratheesh Joseph Job  
Chartered Accountant  
M.No: 233190  
UDIN: 22233190APQGSE8754



**RASHTRA DEEPIKA NEWS CORPORATION PVT LTD  
ERNAKULAM  
BALANCE SHEET AS AT 31-03-2022**

Particulars	Notes	Current Year	Previous Year
<b>I. EQUITY AND LIABILITIES</b>			
(1) Shareholder's Funds			
(a) Share Capital	3	5,000,000	5,000,000
(b) Reserves and Surplus	4	(24,744,395)	(24,734,395)
(2) Non-Current Liabilities			
(c) Other Long term liabilities	5	19,694,395	19,694,395
(3) Current Liabilities			
(a) Trade payables	6	0	0
(b) Other current liabilities	7	50,000	40,000
<b>Total</b>		<b>0</b>	<b>0</b>
<b>II. Assets</b>			
(1) Non-Current Assets			
(2) Current assets		0	0
(a) Trade receivables		0	0
(b) Cash and cash equivalents		0	0
(c) Short-term loans and advances		0	0
<b>Total</b>		<b>0</b>	<b>0</b>

**RASHTRA DEEPIKA NEWS CORPORATION PVT LTD  
ERNAKULAM**

**Profit and Loss Statement for the year ended 31-03-2022**

Particulars	Notes	Current Year	Previous Year
I. Revenue from operations		0	0
<b>II. Total Revenue</b>		<b>0</b>	<b>0</b>
<b>III. Expenses:</b>			
Other expenses	8	10,000	10,000
<b>Total Expenses</b>		<b>10,000</b>	<b>10,000</b>
IV. Profit before exceptional and extraordinary items and tax		(10,000)	(10,000)
V. Profit before tax		(10,000)	(10,000)
VI. Profit/ (Loss) for the period after Tax		<b>(10,000)</b>	<b>(10,000)</b>
VII. Earning Per Share :			
<b>Basic</b>		<b>(0.02)</b>	<b>(0.02)</b>

Sd/-  
Rev. Fr. Mathew Chandrankunnel  
Director  
(DIN: 08362156)

Sd/-  
Rev. Dr. John C.C.  
Director  
(DIN: 09162940)

As per my report of even date attached  
Sd/- Pratheesh Joseph Job  
Chartered Accountant  
M.No.233190

Place : Ernakulam  
Date : 19-08-2022





**RASHTRA DEEPIKA NEWS CORPORATION PVT LTD**  
**ERNAKULAM**  
**Cash Flow Statement**  
**For the Year Ended 31-03-2022**

	Current Year	Previous Year
<b>A Cash flows from operating activities</b>		
Profit before taxation	(10,000.00)	(10,000.00)
Working capital changes:		
(Decrease)/ Increase in trade receivables	-	-
Decrease/ (Increase) Long term liabilities	-	-
(Decrease)/ Increase in Short-term loans and advances	-	-
(Decrease) / increase in Other current liabilities	10,000.00	10,000.00
(Decrease) / increase in trade payables		
<b>fund generated from operations</b>	-	-
Income taxes paid		
<b>Net fund from operating activities- (A)</b>	-	
<b>Closing Cash &amp; Bank Balances Includes:</b>		
Cash & Cash equivalents	-	-
Bank Balances	-	-

Sd/-  
 Rev. Fr. Mathew Chandrankunnel  
 Director  
 (DIN: 08362156)

Sd/-  
 Rev. Dr. John C.C.  
 Director  
 (DIN: 09162940)

As per my report of even date attached  
 Sd/- Pratheesh Joseph Job  
 Chartered Accountant  
 M.No.233190

Place : Ernakulam  
 Date : 19-08-2022

**NOTES FORMING PART OF BALANCE SHEET**

**1. ACTIVITIES**

The RASHTRA DEEPIKA NEWS CORPORATION PVT LTD Limited was incorporated on 12/01/2005.

**The company is primarily engaged in the business of Printing and Publishing.**

**2. ACCOUNTING POLICIES**

Significant Accounting Policies

The significant Accounting Policies followed by the company are as stated below:

**General**

The financial statements are prepared under historical cost convention and in accordance with the applicable accounting standards in India.

**Use of Estimates**

The preparation of financial statements in conformity with the Generally Accepted Accounting Principles (GAAP) requires the management to make estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent liabilities on the date of the financial statements and reported amount of income and expenses during the period. Actual figures may differ from these estimates. Any revision to accounting estimates is recognised prospectively in current and future periods.

**Revenue Recognition**

Revenue from sale of goods is recognised at the point of despatch to the customers.  
 Revenue from job work is recognised at the completion of the agreed services.

**Inventories and Tools & Spares**

Raw materials are valued at cost on FIFO basis. Finished Goods are valued at lower of cost or net realisable value. Cost includes indirect costs. 25% of Tools & Spares are written off to revenue.

**Employee Benefits**

a. Short term employee benefits such as salaries, wages, bonus and incentives which fall due within 12 months of the period in which the employee renders the related services which entitles him to avail such benefits are recognised on an undiscounted basis and charged to the profit and loss account.

b. Defined Contribution Plans - Contributions made to the Recognised Provident Fund & Employee State Insurance Corporation are expensed to the Profit & Loss Account. The Company's obligation is limited to the amount contributed by it.

**Taxes on Income**

Taxes on Income are accounted under the Tax Effect Method in accordance with Accounting Standard 22 issued by the Institute of Chartered Accountants of India. Income tax expense comprises current tax and deferred tax charge or credit. The current tax is determined as the amount of the tax payable in respect of the estimated taxable income of the period. The deferred tax credit or charge is recognised using prevailing enacted or substantively enacted tax rates. Where there are unabsorbed depreciation or carry forward losses, deferred tax asset is recognised only if there is virtual certainty of realisation of such assets. Other deferred tax assets are recognised only to the extent there is reasonable certainty realisation in future. Deferred tax assets are reviewed at each Balance of Sheet date based on the developments during the year and available case laws, to reassess realisation/ liabilities.

**Provisions, Contingent Liabilities and Contingent Assets**

The company creates a provision when there is a present obligation as a result of past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of obligation. A disclosure for a contingent liability is made when there is a possible obligation that may, but probably will not, require an outflow of resources. When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made. Contingent assets are neither recognised nor disclosed in the financial statements.

**3.SHARE CAPITAL**

	Current Year	Previous Year
<b>A. Authorised</b>		
5000,000 Equity shares of Rs. 10 each	<b>5,00,00,000</b>	<b>5,00,00,000</b>
<b>B. Issued, Subscribed and Paid-up</b>	50,00,000	50,00,000
500000 equity shares of Rs. 10/- each fully paid-up		
(Previous Year - 500000 Equity Shares of Rs.10/- each)	<b>50,00,000</b>	<b>50,00,000</b>
<b>Shares held by shareholders holding more than 5% shares</b>		

Equity Share Capital Particulars	Current Year		Previous Year	
	Number of shares	% of share holding	Number of shares	% of share holding
List of significant share holders (>5%)				
RASHTRADEEPIKALIMITED	500,000	100%	500,000	100%

**4. RESERVES & SURPLUS**

	Current Year	Previous Year
Debit Balance in Profit and Loss A/C		
Opening Balance	(24,734,395)	(24,724,395)
Less: Current year Profit	(10,000)	(10,000)
Closing Balance	<b>(24,744,395)</b>	<b>(24,734,395)</b>

**5. OTHER LONG TERM LIABILITIES**

Trade Payables		
- Rashtra Deepika Limited		
- exceeding one year	19,694,395	19,694,395
Others ( Specify nature)		
	<b>19,694,395</b>	<b>19,694,395</b>

**CURRENT LIABILITIES****6. TRADE PAYABLES**

Sundry Creditors:	Nil	Nil
	Nil	Nil

**7. OTHER CURRENT LIABILITIES**

Other Payable	50,000	40,000
	<b>50,000</b>	<b>40,000</b>

**8. OTHER EXPENSES**

General Expenses	10,000	10,000
	<b>10,000</b>	<b>10,000</b>

9. In the opinion of the management , the current assets, loans and advances shall realise the value as shown in the balance sheet, if realised in the normal course of business.

10. In the opinion of the management , the current assets, loans and advances shall realise the value as shown in the balance sheet, if realised in the normal course of business.

11. Balance of sundry debtors, creditors, fixed deposits & loans and advances are subject to confirmation/reconciliation.

**12. RELATED PARTY DISCLOSURES**

The company had transactions with its holding company Rashtra Deepika Limited. The details of the transactions required to be disclosed as per Accounting Standard 18 of the Institute of Chartered Accountants of India are given below.,

a) Rashtra Deepika Ltd.

b) Related Party is Holding Company

c) The company purchases newsprint and other consumables and getting news and other services from the related party.

d) Total value of transactions is Rs. Nil (Previous year Rs. Nil)

e) The company is getting newsprint and other consumable items and getting news collected by the holding company. The actual cost of the materials and proportionate share of the cost of news collections and other overheads are paid to the related party periodically.

f) No amount has been written off or written back in the period in respect of debts due to the related party.

g) Amount outstanding to the related party as on the balance sheet date.

Name of the related party and nature of relationship - Rashtra Deepika Ltd. 100% Holding company

	Current Year 31-3-2022	Previous Year 31-3-2021
Amount Outstanding	1,96,94,395	1,96,94,395

13. Other Expenses include remuneration for statutory audit is nil - (Previous year Nil)

14. Sale of Publications and advertisement revenue shown in the profit & loss account are net of commission.

15. Contingent liabilities: Nil

16. The net deferred tax asset worked out under AS 22 is not recognized as there is no virtual certainty supported by convincing evidence that significant future taxable income will be available against which such deferred tax can be realized.

17. Earnings per share is calculated as follows:	2021-22	2020-21
a. Profit /(Loss) as per P&L A/c.	(10,000)	(10,000)
b. Weighted Average of No. of Shares	5,00,000	5,00,000
Basic and diluted earnings per share (a/b)	Rs. (0.02)	Rs. (0.02)

18. Previous year figures have been regrouped, wherever necessary to suit to the classification adopted in this year.

Sd/-  
Rev. Fr. Mathew Chandrankunnel  
Director  
(DIN: 08362156)

Sd/-  
Rev. Dr. John C.C.  
Director  
(DIN: 09162940)

As per my report of even date attached  
Sd/- Pratheesh Joseph Job  
Chartered Accountant  
M.No.233190

Place : Ernakulam  
Date : 19-08-2022



## RASHTRA DEEPIKA LIMITED, KOTTAYAM

### രാഷ്ട്രദീപിക ലിമിറ്റഡ് കമ്പനിയുടെ 33-ാമത് വാർഷിക പൊതുയോഗവും

#### ഇ-വോട്ടിംഗും (E-Voting) സംബന്ധിച്ച്

1. കമ്പനിയുടെ 33-ാമത് വാർഷിക പൊതുയോഗം 2022 സെപ്റ്റംബർ 23-ന് രാവിലെ 11-ന് വീഡിയോ കോൺഫറൻസിംഗ് (Video Conferencing) മുഖാന്തിരം നടത്തപ്പെടുന്നതാണ്. കേന്ദ്ര കമ്പനികാര്യ മന്ത്രാലയത്തിന്റെ (MCA) സർക്കുലർ നമ്പർ 20/2020 dated May 05, 2020, General Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020, General Circular No. 02/2021 dated January 13, 2021, General Circular No. 02/2022 dated May 5, 2022 പ്രകാരം കമ്പനികളെ ഏതെങ്കിലും ഒരു പൊതുസ്ഥലത്ത് അംഗങ്ങളുടെ നേരിട്ടുള്ള സാന്നിധ്യം ഒഴിവാക്കി വാർഷിക പൊതുയോഗങ്ങൾ വീഡിയോ കോൺഫറൻസിംഗ് VC/OAVM മുഖാന്തിരം നടത്തുന്നതിലേക്ക് അധികാരപ്പെടുത്തിയിട്ടുള്ളതാകുന്നു. അപ്രകാരം രാഷ്ട്രദീപിക ലിമിറ്റഡിന്റെ വാർഷിക പൊതുയോഗം VC മുഖാന്തിരം നോട്ടീസിൽ ക്രമപ്പെടുത്തിയിരിക്കുന്ന വിഷയങ്ങളും തീർപ്പിലേക്കായി നടത്തപ്പെടുന്നതായിരിക്കും.
2. സർക്കുലറുകളിൽ പറഞ്ഞിരിക്കുന്ന പ്രകാരം പ്രസ്തുത വാർഷിക പൊതുയോഗത്തിന്റെ നോട്ടീസിന്റെ electronics പതിപ്പും 2021-22ലെ വാർഷിക റിപ്പോർട്ടും E-mail ID മുഖാന്തിരം കമ്പനിവശമോ Depository participate (DP) വശമോ ഇമെയിൽ അഡ്രസ് രജിസ്റ്റർ ചെയ്തിട്ടുള്ള അംഗങ്ങൾക്ക് ഇമെയിൽ മുഖാന്തിരം അയച്ചിട്ടുള്ളതാകുന്നു. പ്രസ്തുത പ്രമാണങ്ങൾ കമ്പനിയുടെ ഔദ്യോഗിക website ആയ [www.deepika.com](http://www.deepika.com) ലും ഉണ്ടായിരിക്കുന്നതാണ്.
3. ഇമെയിൽ അഡ്രസ് ഇതിനോടകം തന്നെ രജിസ്റ്റർ ചെയ്തിട്ടില്ലാത്ത അംഗങ്ങൾക്ക് വാർഷിക പൊതുയോഗ നോട്ടീസും റിപ്പോർട്ടും ലഭിക്കുന്നതിലേക്ക് [cs@deepika.com](mailto:cs@deepika.com) എന്ന ഇമെയിലിൽ താഴെ പറയുന്ന details കൂടി മെയിൽ അയക്കേണ്ടതാണ്.
  - a. ഓഹരി ഉടമയുടെ പേര്.
  - b. സ്കാൻ ചെയ്ത ഷെയർ സർട്ടിഫിക്കറ്റിന്റെ പകർപ്പ്.
  - c. സ്കാൻ ചെയ്ത PAN Card/ആധാർ കാർഡ് എന്നിവയുടെ പകർപ്പ്.
4. സർട്ടിഫിക്കറ്റ് മുഖാന്തിരമോ demat മുഖാന്തിരമോ 2022 സെപ്റ്റംബർ 16 ന് (cut off date) ഷെയറുകൾ കൈവശമുള്ള അംഗങ്ങൾ, വാർഷിക പൊതുയോഗ നോട്ടീസിൽ ക്രമപ്പെടുത്തിയിരിക്കുന്ന വിഷയങ്ങൾക്കുമേൽ വോട്ട് ഇലക്ട്രോണിക് മാധ്യമങ്ങളിലൂടെ രേഖപ്പെടുത്താവുന്നതാണ്.

#### വോട്ട് രേഖപ്പെടുത്തുന്നതിനുള്ള നിർദ്ദേശങ്ങൾ

- i). Remote e-voting മുഖാന്തിരവും വോട്ടു രേഖപ്പെടുത്താവുന്നതാണ്. Remote e-voting 20-09-2022 രാവിലെ 9 am മുതൽ 22-09-2022, 5 pm വരെ ഉണ്ടായിരിക്കുന്നതാണ്.
  - ii). പൊതുയോഗത്തിൽ വോട്ടിംഗ് സൗകര്യം ഉണ്ടായിരിക്കുന്നതാണ്. VC വഴി പൊതുയോഗത്തിൽ പങ്കെടുക്കുന്നവർക്ക് പൊതുയോഗത്തിനിടയ്ക്കും പൊതുയോഗം കഴിഞ്ഞ് 15 മിനിറ്റും വോട്ട് ചെയ്യാനുള്ള സൗകര്യം ഉണ്ടായിരിക്കുന്നതാണ്.
  - iii). Remote e-voting മുഖാന്തിരവും e-voting മുഖാന്തിരവും വോട്ട് രേഖപ്പെടുത്തുന്നിന് [www.evotingindia.com](http://www.evotingindia.com) എന്ന website login ചെയ്യുക.
  - iv). അവിടെ share holders/members എന്ന moduleൽ ക്ലിക്ക് ചെയ്യുക.
  - v). തുറന്നു വരുന്ന windowയിൽ user id (share holderന്റെ folio number) അടിച്ചു കൊടുക്കുക. കൂടെ captcha verification കൊടുക്കുക.
  - iv). പിന്നീട് തുറന്നു വരുന്ന windowയിൽ password കൊടുക്കുക. കമ്പനി അയച്ചു തരുന്ന sequence നമ്പർ ആയിരിക്കും password. Sequence നമ്പർ ഇല്ലാത്തവർ താഴെ പറയുന്ന mail addressൽ ബന്ധപ്പെടുക.  
**Mail ID : [cs@deepika.com](mailto:cs@deepika.com)**  
**Contact Number : 0481 2566706**
  - vii). പിന്നീട് തുറന്നു വരുന്ന windowയിൽ രാഷ്ട്രദീപിക ലിമിറ്റഡിന്റെ EVSNയിൽ ക്ലിക്ക് ചെയ്യുക.
  - viii). അപ്പോൾ തുറന്നു വരുന്ന windowയിൽ വാർഷിക പൊതുയോഗ നോട്ടീസിൽ പ്രതിപാദിച്ചിരിക്കുന്ന resolutions tabular formൽ വരുന്നതാണ്. അവിടെ വരുന്ന ചെറിയ ബോക്സുകളിൽ ഓരോ resolutionsനും favour ആയിട്ടോ against ആയിട്ടോ വോട്ട് രേഖപ്പെടുത്തുക. അതിനുശേഷം submit buttonൽ ക്ലിക്ക് ചെയ്യുക.
  - ix). ഒരിക്കൽ submit button കൊടുത്ത് വോട്ട് രേഖപ്പെടുത്തിയാൽ അതിന് മാറ്റം വരുത്താൻ സാധിക്കുന്നതല്ല.
5. പൊതുയോഗത്തിന് മുമ്പ് remote e-voting വഴി വോട്ട് രേഖപ്പെടുത്തിയിട്ടുള്ളവർ യോഗത്തിനുശേഷം വീണ്ടും വോട്ടു ചെയ്യേണ്ടതില്ല.
  6. മേൽ വിവരിച്ച voting സംബന്ധമായ കാര്യങ്ങളെപ്പറ്റി സംശയമുണ്ടാകാത്തതിനായി [www.evotingindia.com](http://www.evotingindia.com) എന്ന വെബ്സൈറ്റിലോ [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com), [cs@deepika.com](mailto:cs@deepika.com) എന്ന ഇമെയിലിലോ 0481 2566706 എന്ന ഫോൺ നമ്പറിലോ ബന്ധപ്പെടാവുന്നതാണ്.

## BOOK POST



### PRINTED MATTER

If Undelivered, Please return to:-

RASHTRA DEEPIKA LTD.  
Regd. Office: Deepika Bldgs.,  
P.B. No. 7, College Road  
Kottayam-1, Kerala, India  
Ph: 0481-3012222

To

**RASHTRA DEEPIKA LTD**  
**DEEPIKA BUILDINGS, P B NO 7,**  
**COLLEGE ROAD, KOTTAYAM-686001**  
**CIN: U22122KL1989PLC005447**  
**ANNEXURE -1**  
**Form No.MGT-9**

**EXTRACT OF ANNUAL RETURN**

**as on the financial year ended on 31/03/2022**

[Pursuant to section 92(3) of the Companies Act, 2013 and Rule 12(1) of the  
Companies (Management and Administration) Rules, 2014]

**I. REGISTRATION AND OTHER DETAILS:**

CIN	U22122KL1989PLC005447
Registration Date	14/08/1989
Name of the Company	RASHTRA DEEPIKA LTD
Category/sub category	Indian non-governmental company limited with shares
Address of the Registered office	Deepika Buildings, P B No 7, College Road, Kottayam-686001, Kerala
Whether Company listed	NO
Name, Address and Contact details of Registrar and Transfer Agent, if any	NA

**II. PPRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

The entire 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	% total turnover of the company
1	Printing & publishing of Newspapers & Periodicals	18111	95

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES**

Name of Subsidiary Company: Rashtra Deepika News Corporation Private Limited  
Registered Office : Door No. 41/2556, Opp. North Railway Station,  
Railway Station Road, Kochi-682017  
CIN : U22211KL2005PTC017784





**RASHTRA DEEPIKA LTD**  
DEEPIKA BUILDINGS, P B NO 7,  
COLLEGE ROAD, KOTTAYAM-686001  
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i) Others (specify)	0	0	0	0	0	0	0	0	0
<b>Sub Total (B)(1):-</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>2. Non- Institutions</b>									
<b>a) Bodies Corp.</b>									
i) Indian	0	0	0	0	0	0	0	0	0
ii) Overseas	0	0	0	0	0	0	0	0	0
<b>b) Individuals</b>									
i) Individual shareholders holding nominal share capital up to Rs. 1 lakh	111	398311	398422	11.11	713	397719	398432	10.91	0.20
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	0	503686	503686	14.05	0	2260054	2260054	61.91	45.5
c) Others - NRIs	0	36463	36463	1.02	0	36463	36463	1.00	0
<b>Sub-total (B)(2):-</b>	<b>111</b>	<b>938460</b>	<b>938571</b>	<b>26.18</b>	<b>713</b>	<b>2694236</b>	<b>2694949</b>	<b>73.83</b>	<b>0</b>
<b>Total Public Shareholding (B)=(B)(1)+(B)(2)</b>	<b>111</b>	<b>938460</b>	<b>938571</b>	<b>26.18</b>	<b>713</b>	<b>2694236</b>	<b>2694949</b>	<b>73.83</b>	<b>0</b>
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Grand Total (A+B+C)</b>	<b>100111</b>	<b>3485779</b>	<b>3585890</b>	<b>100</b>	<b>815154</b>	<b>2835236</b>	<b>3650390</b>	<b>100</b>	<b>0</b>

**(ii) Shareholding of Promoters**

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	Cleetus	414686	11.56 %	NIL	414686	11.36 %	NIL	0.2%
2	Mr. George Jacob	100755	2.81 %	NIL	100755	2.76 %	NIL	0.05%
3	Mr. Paul Pavunny Chungath	100010	2.79 %	NIL	100010	2.74 %	NIL	0.05%

**RASHTRA DEEPIKA LTD**  
**DEEPIKA BUILDINGS, P B NO 7,**  
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4	Kunju	100000	2.79 %	NIL	100000	2.74 %	NIL	0.05%
5	Mr. Devis Edakulathur	100000	2.79 %	NIL	100000	2.74 %	NIL	0.05%
6	Fr. Michael Joseph	40000	1.1%	NIL	40000	1.09%	NIL	0.01%
7	Mr. Johny Kuruvilla	100000	2.79 %	NIL	1,00,000	2.74 %	NIL	0.05%

**(iii) Change in Promoters' Shareholding (please specify, if there is no change)**

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	During the year, the shareholding of 1691868 shares are changed from promoter's category to Non promoters category				

**D) SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS:**

**(iv) Share holding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):**

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Fr. Joseph Kurinjiparambil	323078	9.01	323078	8.85
2	Fr. Mathew Manvalan	1,00,000	2.79	1,00,000	2.74
3	Fr. Thomas Nagaparambil	100000	2.79	100000	2.74
4	Fr. Mathew Mathew Chalil	105000	2.93	105000	2.88
5	Mar Pauly Kanookadan	1,05,000	2.93	1,05,000	2.88
6	Chavara Charity Society	113000	3.15	113000	3.09
7	Fr. Jose Vallompurayidom	160000	4.46	160000	4.38
8	Fr. Mathew Pulimoottil	645000	17.99	645000	17.67
9	Fr. Joseph Mattom	105000	2.93	105000	2.88
10	Cardinal Baselios Cleemis	100000	2.79	100000	2.74

**(v). Shareholding of Directors and Key Managerial Personnel:**

S. No.	Director/KMP	Shareholding at the beginning of the year	Cumulative shareholding during the year
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**RASHTRA DEEPIKA LTD**  
**DEEPIKA BUILDINGS, P B NO 7,**  
**COLLEGE ROAD, KOTTAYAM-686001**  
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	<b>Name</b>	<b>Designation</b>	<b>No. of shares</b>	<b>% of total shares of the company</b>	<b>No. of Shares</b>	<b>% of total shares of the company</b>
1	Dr.Francis Cleetus	Director	414686	11.56 %	414686	11.36 %
2	Mr. George Jacob	Director	1,00,755	2.81 %	100755	2.76 %
3	Mr. Paul Pavunny Chungath	Director	1,00,010	2.79 %	100010	2.74 %
4	Mr. Jacob Joseph Kunju	Director	1,00,000	2.79 %	100000	2.74 %
5	Mr. Devis Edakulathur Ittoop	Director	1,00,000	2.79 %	100000	2.74 %
6	Fr. George Cherian	Additional Director	0	0	0	0
7	Fr.Gregory Onamkulam	Independent Director	0	0	0	0
8	Fr. Michael Joseph	Whole-Time Director	40,000	1.11%	40000	1.09%
9	Mr. V C Sebastian	Director	0	0	0	0
10	Fr.Thomas Mathew	Independent Director	0	0	0	0
11	Fr.Boby Mannamplackal Alexander Jacob	Alternate Director	0	0	0	0
12	Fr. Mathew Augustine Chandrankunnel	Managing Director	0	0	0	0
13	Fr. Joseph Ottaplackal	Director	0	0	0	0
14	Mr. K O Ittoop	Director	0	0	0	0
15	Mr. Johny Kuruvilla	Director	1,00,000	2.79 %	1,00,000	2.79%
16	Manickathan	Director	0	0	0	0
17	Fr. Sebastian Elanjickal	Director	0	0	0	0
18	Mr. Benny Mathew	Director	0	0	0	0
19	Fr. Dr. John C.C.	Whole-Time Director	0	0	0	0

**V. INDEBTEDNESS**

**Indebtedness of the Company, including interest outstanding/accrued but not due for payment**

	<b>Secured Loans excluding deposits</b>	<b>Unsecured Loans</b>	<b>Deposits</b>	<b>Total Indebtedness</b>

**RASHTRA DEEPIKA LTD**  
DEEPIKA BUILDINGS, P B NO 7,  
COLLEGE ROAD, KOTTAYAM-686001  
CIN: U22122KL1989PLC005447

<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	230,660,077.00	0	0	230,660,077.00
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
<b>Total (i+ii+iii)</b>	230,660,077.00	0	0	230,660,077.00
<b>Change in Indebtedness during the financial year</b>				
* Addition	1,47,02,756.00	0	0	1,47,02,756.00
* Reduction	39,76,626.00	0	0	39,76,626.00
<b>Net Change</b>	1,07,26,130.00	0	0	1,07,26,130.00
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	24,13,86,207.00	0	0	24,13,86,207.00
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
<b>Total (i+ii+iii)</b>	24,13,86,207.00	0	0	24,13,86,207.00

**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-**

**A. REMUNERATION TO MANAGING DIRECTOR, WHOLE-TIME DIRECTORS AND/OR MANAGER:**

S. No.	Particulars of Remuneration	Name of MD/WTD/ Manager			Total Amount
		Fr. Mathew Chandrankunnel (Managing Director)	Michael Joseph (Whole Time Director)	John CC (Whole Time Director)	
1.	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961	240000	Nil	240000	480000
	(b) Value of perquisites u/s 17(2) Income Tax Act, 1961	-		-	-
	(c) Profits in lieu of salary under section 17(3) Income Tax Act, 1961	-		-	-
2.	Stock Option	-		-	-
3.	Sweat Equity	-		-	-

**RASHTRA DEEPIKA LTD**  
DEEPIKA BUILDINGS, P B NO 7,  
COLLEGE ROAD, KOTTAYAM-686001  
CIN: U22122KL1989PLC005447

4.	Commission - as % of profit - others, specify...	- -		- -	-
5.	Others, please specify	-		-	-
	Total (A)	240000	Nil	240000	480000
	Ceiling as per the Act				

**B. REMUNERATION TO CEO, CFO AND COMPANY SECRETARY:**

S. No.	Particulars of Remuneration	Key Managerial Personnel			Total Amount Rs
		CEO	CS	M. M. George (CFO)	
1.	Gross Salary	-			
	(a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	-	720000	1040544	1760544
	(b) Value of perquisites u/s 17(2) Income Tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under Section 17(3) Income Tax Act, 1961	-	-	-	-
2.	Stock Option	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission	-	-	-	-
	- as % of profit	-	-	-	-
	- others, specify...	-	-	-	-
5.	Others, please specify	-	-	-	-
	<b>TOTAL</b>	-	<b>720000</b>	<b>1040544</b>	<b>1760544</b>

**C. REMUNERATION TO OTHER DIRECTORS:**

S. No.	Particulars of Remuneration	Other Directors			Total Amount
		-	-	-	
1.	Gross salary	-	-	-	-
	(a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	-	-	-	-
	(b) Value of perquisites u/s 17(2) Income Tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under Section 17(3) Income Tax Act, 1961	-	-	-	-
2.	Stock Option	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission	-	-	-	-

**RASHTRA DEEPIKA LTD**  
DEEPIKA BUILDINGS, P B NO 7,  
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CIN: U22122KL1989PLC005447

	- as % of profit	-	-	-	-
	- others, specify...	-	-	-	-
5.	Others, please specify	-	-	-	-
	Total	-	-	-	-

**VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:-**

Type	Section Of Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority	Appeals if any
<b>A. COMPANY</b>					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
<b>B. DIRECTORS</b>					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL

**RASHTRA DEEPIKA NEWS CORPORATION PRIVATE LIMITED**

**ANNEXURE -1  
Form No. MGT-9**

**EXTRACT OF ANNUAL RETURN**

**As on the financial year ended on 31/03/2022**

[Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12 (1) of the  
Companies (Management and Administration) Rules, 2014]

**I. REGISTRATION AND OTHER DETAILS:**

CIN	U22211KL2005PTC017784
Registration Date	12/01/2005
Name of the Company	Rashtra Deepika News Corporation Private Limited
Category/sub category	Indian non-governmental company limited with shares
Address of the Registered office	Door No. 41/2556, Opp. North Railway Station, Railway Station Road, Kochi, Kerala-682018
Whether Company listed	NIL
Name, Address and Contact details of Registrar and Transfer Agent, if any	NIL

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

The entire 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	% total turnover of the company
1	Printing of News Paper & Periodicals	18111	100

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES**

Name of the Holding Company : Rashtra Deepika Ltd  
Address : Deepika Buildings, P B No: 7, College Road,  
Kottayam-686001  
CIN :U22122KL1989PLC005447

**IV. SHAREHOLDING PATTERN(Equity Share Capital Break up as percentage of Total Equity)**

(i). Category-wise Share Holding



[illegible]

<b>Sub Total (B)(1):-</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>2.Non- Institutions</b>									
<b>a) Bodies Corp.</b>									
i) Indian	0	0	0	0	0	0	0	0	0
ii) Overseas	0	0	0	0	0	0	0	0	0
<b>b) Individuals</b>									
i) Individual shareholders holding nominal share capital up to Rs. 1 lakh	0	0	0	0	0	0	0	0	0
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	0	0	0	0	0	0	0	0	0
<b>c) Others(specify)</b>	0	0	0	0	0	0	0	0	0
<b>Sub-total (B)(2):-</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Total Public Shareholding (B)=(B)(1)+ (B)(2)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Grand Total (A+B+C)</b>	<b>0</b>	<b>500000</b>	<b>500000</b>	<b>100</b>	<b>0</b>	<b>500000</b>	<b>500000</b>	<b>100</b>	<b>0</b>

(ii). Shareholding of Promoters

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.	Rashtra Deepika Ltd	500000	100	NIL	500000	100	NIL	0

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

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
		NO CHANGE			

(iv). **Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDR sand ADRs):**

Sl. No.	For each of the Top 10 shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	NIL	NIL	NIL	NIL	NIL

(v). **Shareholding of Directors and Key Managerial Personnel:**

Sl. No.	Name of Director/KMP	Designation	Shareholding at the beginning of the year		Cumulative shareholding during the year	
			No. of shares	%of total shares of the company	No. of Shares	%of total shares of the company
	NIL	NIL	NIL	NIL	NIL	NIL

**V. INDEBTEDNESS**

**Indebtedness of the Company including interest outstanding/accrued but not due for payment**

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	NIL	NIL	NIL	NIL
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	NIL	NIL	NIL	NIL
<b>TOTAL (i+ii+iii)</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
<b>Change in Indebtedness during the financial year</b>				
*Addition	NIL	NIL	NIL	NIL
*Reduction	NIL	NIL	NIL	NIL
<b>NET CHANGE</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	NIL	NIL	NIL	NIL
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	NIL	NIL	NIL	NIL
<b>TOTAL(i+ii+iii)</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-**

**A. REMUNERATION TO MANAGING DIRECTOR, WHOLE-TIME DIRECTORS AND/OR MANAGER: NIL**

**B. REMUNERATION TO CEO, CFO AND COMPANY SECRETARY: NIL**

**C. REMUNERATION TO OTHER DIRECTORS: NIL**

**VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:- NIL**