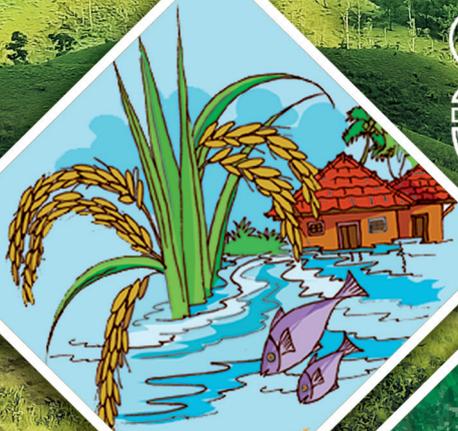


# 35<sup>th</sup> ANNUAL REPORT 2024



**RASHTRA DEEPIKA LTD**  
**CIN: U22122KL1989PLC005447**  
**KOTTAYAM-686001**

**138 YEARS OF SERVICE  
TO THE NATION**





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## BOARD OF DIRECTORS

1. Dr. Francis Cleetus - Chairman
2. Mr. Devis Edukulathur Ittoop - Vice Chairman
3. Mr. Denny Thomas - Vice Chairman
4. Rev. Fr. Benny Punnoose Mundanatte - Managing Director
5. Rev. Fr. Michael Joseph - Whole-time Director
6. Rev. Fr. Rajan Thomas - Whole-time Director
7. Mr. George Jacob Mannamplackal
8. Mr. C.P. Paul
9. Mr. Johny Kuruvilla
10. Mr. Jacob Joseph Kunju
11. Mr. V.C. Sebastian
12. Mr. K.O. Ittoop
13. Mr. Benny Mathew
14. Rev. Fr. Thomas Mathew
15. Rev. Fr. Sebastian Elanjickal
16. Mr. Mathew Joseph Vazhappillil
17. Rev. Fr. James Palackal Augustine
18. Rev. Dr. Abraham Vettiyankal Mani
19. Rev. Dr. Joseph Thadathil
20. Rev. Fr. Sibi Palakuzhiyil
21. Rev. Fr. Joyies Jacob
22. Rev. Fr. Boby Alex Mannamplackal - Alternative Director

**AUDITOR:** Jameskutty Mathew, M/s.Jameskutty & Associates  
Chartered Accountants, Ettumanoor

**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 35<sup>th</sup> Annual General Meeting of the Members of Rashtra Deepika Limited will be held on Friday, 27<sup>th</sup> September, 2024 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 financial statements of the Company for the financial year ended 31st March, 2024, together with the Directors' and Auditors' Reports thereon.
2. To appoint a Director in the place of Mr. Konuparamban Ouseph Ilttop (DIN: 00531506), 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. Kuruvilla Johny Padickamyail (DIN: 03123823), who retires at this Annual General Meeting and being eligible, offers himself for re-appointment.
4. To appoint a Director in the place of Mr. George Jacob (DIN: 00023811), who retires at this Annual General Meeting, and being eligible, offers himself for re-appointment.
5. To appoint a Director in the place of Mr. Mathew Joseph Vazhappillil (DIN: 09752317), who retires at this Annual General Meeting and being eligible, offers himself for re-appointment.

### SPECIAL BUSINESS

6. **To regularize the appointment of Fr. Joyies Jacob (DIN: 10368899) as Non-Executive Non- Independent Director of the Company**

To consider and, if thought fit, to pass with or without modifications, the following resolution as Ordinary Resolution: **"RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013 ("the Act"), Fr. Joyies Jacob (DIN: 10368899), who was appointed as an Additional Director (Non- Executive) of the Company with effect from 24th May, 2024 by the Board of Directors and who holds office upto the date of the ensuring Annual General Meeting of the Company pursuant to the provisions of Section 161(1) of the Act and the Articles of Association of the Company be and is hereby appointed as a Non-Executive Non- Independent Director of the Company, liable to retire by rotation;

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

7. **To Re-appoint Fr. Benny Mundanatte (DIN: 06686549) as Managing Director of the Company**

To consider and, if thought fit, to pass with or without modifications, the following resolution as Ordinary Resolution: **"RESOLVED THAT** in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), approval of the members be and is hereby accorded to the Re-appointment of Fr. Benny Mundanatte (DIN: 06686549) as a Managing Director of the Company, for a period of 1 (one) year with effect from 11th February, 2024 at salary and allowances amounting to Rs. 20,000/- (Rupees Twenty Thousand Only) per month.;"

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

8. **To Re-appoint Fr. Rajan Thomas (DIN: 10087598) as Whole-time Director of the Company**

To consider and, if thought fit, to pass with or without modifications, the following resolution as Ordinary Resolution: **"RESOLVED THAT** in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), approval of the members be and is hereby accorded for the Re-appointment of Fr. Rajan Thomas (DIN: 10087598) as a Whole-time Director of the Company, for a period of 2 (two) year with effect from 11th February, 2024 at salary and allowances amounting to Rs. 20,000/- (Rupees Twenty Thousand Only) per month.;"

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

9. **Re-appointment of Fr. Thomas Mathew (DIN: 08443389) as an Independent Director of the Company**

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

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 150 and 152 and other applicable provisions, if any, read along with Schedule IV to the Companies Act, 2013 ("the Act") [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], the Companies (Appointment and Qualifications of Directors) Rules, 2014 as amended from time to time, Fr. Thomas Mathew (DIN: 08443389), who was appointed as an Independent Director of the Company for a term of 5 (five) on May 28th, 2019 and who being eligible for re-appointment as an Independent Director has given



his consent along with a declaration that he meets the criteria for independence under Section 149(6) of the Act and the rules framed thereunder and based on the recommendation of the Nomination & Remuneration Committee and the Board of Directors of the Company, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of 5 (five) consecutive years on the Board of the Company commencing from May 28th , 2024 upto May 27th , 2029 (both days inclusive).”

**“RESOLVED FURTHER THAT** the Board of Directors of the Company (including its Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution.”

**10. To consider and approve the issue of equity shares on preferential basis to applicants**

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-enactments thereof for the time being in force), and the Memorandum and Articles of Association of the Company, and subject to the approval of the members at the upcoming Annual General Meeting, consent of the Board be and is hereby accorded for offering, issuing and allotting 6,11,000 (Six lakh Eleven Thousand) 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.

**RESOLVED FURTHER THAT** the Equity Shares to be issued and allotted pursuant to this resolution be in dematerialised form and shall rank pari-passu with the existing equity shares of the Company in all respects.”

**“RESOLVED FURTHER THAT** the Board of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion and to take all such steps as may be required in this connection including to seek all necessary approvals to give effect to this Resolution, to sign and execute all deeds, agreements, contracts, applications, documents, papers, forms, and writings that may be required, for and on behalf of the Company, to settle all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such steps and decisions in this regard, and to delegate all or any of its powers conferred by this Resolution to any Director(s) or to any Committee(s) of the Board and/or any or Officer(s) and/or representatives of the Company as it may consider appropriate to give effect to this Resolution and for the matters connected therewith or incidental thereto, without being required to seek further consent or approval of the Members and that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

**11. To increase the number of Directors limit from 25 to 26 & alter the Articles of Association of the company**

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

**“RESOLVED THAT** subject to the provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013 and subject to the approval of the members at the General Meeting, the Article 83 of Articles of Association of the Company be and hereby replaced with following clause;

Until decided otherwise by the company in general meeting and subject to section 149 of the Companies Act 2013, the number of directors of the company shall not be less than five or more than twenty Six (26).”

**“RESOLVED FURTHER THAT** Fr. Benny Punnoose Mundanatte, Managing Director be and is hereby authorized to file necessary e-forms with the Registrar of Companies, Kerala, in applicable e-Forms and to do all such acts, deeds and things as may be necessary to give effect to the above resolution.”

Kottayam  
16-08-2024

By order of the Board  
Sd/- Fr. Benny Mundanatte  
(DIN 06686549) (Managing Director)

**NOTES:-**

- 1) The Ministry of Corporate Affairs ("MCA") inter-alia vide its General Circular Nos. 14/ 2020 dated April 8, 2020 and 17/ 2020 dated April 13, 2020, followed by General Circular Nos. 20/2020 dated May 5, 2020, and subsequent circulars issued in this regard, the latest being 10/2022 & 11/2022 dated December 28, 2022 and 09/2023 dated 25.09.2023 (collectively referred to as "MCA Circulars") has permitted the holding of the annual general meeting through Video Conferencing ("VC") or through other audio-visual means ("OAVM"), without the physical presence of the Members at a common venue.



In compliance with the provisions of the Companies Act, 2013 ("the Act") and MCA Circulars, the 35th Annual General Meeting ("Meeting" or "AGM") of the Company is being held through VC / OAVM on Friday, September 27, 2024, at 11:00 a.m. (IST). The proceedings of the AGM deemed to be conducted at the Registered Office of the Company situated at Rashtra Deepika Buildings, P B No 7, College Road, Kottayam 686001, Kerala.

- 2) PURSUANT TO THE PROVISIONS OF THE ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THIS AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS THROUGH VC OR OAVM, THE REQUIREMENT OF PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, IN TERMS OF THE MCA CIRCULARS, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM AND HENCE THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF AGM ARE NOT ANNEXED TO THIS NOTICE.
- 3) The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
- 4) Corporate Members are requested to send a certified copy of the Board Resolution authorising their representative to attend this AGM, pursuant to Section 113 of the Act, through e-mail at [cs@deepika.com](mailto:cs@deepika.com) or by post to Rashtra Deepika Buildings, P B No 7, College Road, Kottayam 686001, Kerala.
- 5) The Explanatory Statement according to Section 102 of the Act setting out material facts concerning the business under Item Nos. 6 to 19 of the Notice is annexed hereto. The relevant details, pursuant to Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment/re-appointment at the AGM are provided as an annexure to the Notice. Requisite declarations have been received from the Directors for seeking appointment/re-appointment.
- 6) The Members can join the AGM in the VC/OAVM mode 30 minutes before and 15 minutes after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. 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, Auditors etc., who are allowed to attend the AGM without restriction, on account of first-come first-served basis.
- 7) In conformity with the regulatory requirements, the Notice of this AGM and the Report and Accounts 2024 are being sent only through electronic mode to those Members who have registered their e-mail addresses with the Company or with the Depositories. The Notice of AGM are also placed on the website of the Company i.e. [www.deepika.com](http://www.deepika.com) and the website of CDSL at [www.evotingindia.com](http://www.evotingindia.com) Members desirous of obtaining physical copies of the said Notice and the Report and Accounts 2024 are required to send a request to the Company, mentioning their name, address, phone number, DP ID & Client ID and folio number, through e-mail at [cs@deepika.com](mailto:cs@deepika.com) or by post to Company Secretary, Rashtra Deepika Buildings, P B No 7, College Road, Kottayam 686001.
- 8) According to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and the MCA Circulars, the Company is providing the facility of remote 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 CDSL for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using a remote e-voting system as well as e-voting during the AGM will be provided by CDSL. The Board has also appointed P.V. Paulose, Practicing Company Secretary, as the Scrutinizer to scrutinize the process of e-voting.

**Detailed instructions for e-voting and also for attending the AGM are annexed.**

- 9) 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.
- 10) Members are requested to intimate changes, if any, about their name, postal address, e-mail address, telephone/mobile numbers, PAN, power of attorney registration, Bank Mandate details, etc. to their Depository Participant ("DP") in case the shares are held in electronic form and to the Company in case the shares are held in physical form, in prescribed Form No. ISR-1, quoting their folio number and enclosing the self-attested supporting document.
- 11) During the AGM, Members may access the Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Act. Members desiring inspection of statutory registers and other relevant documents may send their request in writing to the Company at [cs@deepika.com](mailto:cs@deepika.com).

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

- (i) The voting period begins on 24-09-2024 AT 9 A.M and ends on 26-09-2024 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, 20th September 2024, may cast their votes electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Members who have already voted prior to the meeting date by remote E-voting may participate /attend the AGM through VC/OAVM but would not be entitled to vote at the AGM again.
- (iii) Login method for e-Voting and joining



Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<p>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 Tab.</p> <p>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 e-voting 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, so that the user can visit the e-Voting service providers' website directly.</p> <p>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></p> <p>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.</p>

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

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

Logint ype	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 toll free no. 1800 22 55 33

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

- The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
- Click on "Shareholders" module.
- Now enter your User ID
  - For CDSL: 16 digits beneficiary ID
  - For NSDL: 8 Character DP ID followed by 8 Digit Client ID
  - Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- Next enter the Image Verification as displayed and Click on Login.
- 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.
- If you are a first-time user, follow the steps given below:

	For Shareholders 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 - S.K.D.C. Consultants Limited Phone: +91 422 4958995, Email: <a href="mailto:info@skdcconsultants.com">info@skdcconsultants.com</a>)</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.</li> </ul>
Dividend Bank Details OR Date of Birth (DoB)	<p>Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field. 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 after successful login as per the instruction mentioned above for e-voting.
4. Click on Live Streaming Link. Enter the following details:  
**Meeting ID : 874 5384 1263**  
**Passcode : 387862**
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**. 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**. 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:**

- a.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**.
- a.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**.

**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. Bhavesh Pimputkar (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.

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102(2) OF THE COMPANIES ACT 2013**

**No. 6 of the Notice - Ordinary Resolution**

Fr. Joyies Jacob was appointed as an Additional Director (Non – executive) of the Company, with effect from 24th May, 2024 in accordance with the provisions of Section 161 of the Companies Act, 2013, read with the Articles of Association of the Company. Pursuant to Section 161 of the Companies Act, 2013, the above director holds office up to the date of ensuring Annual General Meeting of the Company.

The Board is of the view that the appointment of Fr. Joyies Jacob on the Company Board is desirable and would be beneficial to the Company.

The Board on the recommendation of the Nomination and Remuneration Committee, recommended for the approval of the Members, the appointment of Fr. Joyies Jacob as a Non-Executive Non- Independent Director of the Company, as set out in the Resolution relating to his appointment.

Fr. Joyies Jacob is not disqualified from being appointed as Director of the Companies Act, 2013. None of the Directors



/ Key Managerial Personnel of the Company / their relatives except Fr. Joyies Jacob himself, in any way concerned or interested, in the said resolution.

The Board commends this Ordinary Resolution set out at Item No. 6 of the Notice for approval by the members.

#### **No. 7 of the Notice - Ordinary Resolution**

The Board of Directors of the Company in their meeting held on 11th February, 2023, appointed Fr. Benny Mundanatte as the Managing Director of the Company, with effect from 11th February, 2023, for a period of one year, whose appointment was approved by the shareholders at the 34th AGM of the company. His term as Managing Director ended on expiry of the said period of one year. Further, the Board of Directors of the Company in their meeting held on 09th February, 2024, Re-appointed Fr. Benny Mundanatte as the Managing Director of the Company for a period of another one year w.e.f 11th February 2024.

Based on the recommendation of Nomination and Remuneration Committee that the Re-appointment and presence of Fr. Benny Mundanatte on the Board as the Managing Director will be desirable, beneficial and in the best interest of the Company and in view of the provisions of Sections 196, 197, 203 and any other applicable provisions of the Act, recommends the Ordinary Resolution as set out in item no. 7 of the accompanying Notice for the approval of the members. Company has received consent form Fr. Benny Mundanatte to act as Managing Director. Now the re-appointment of Fr. Benny Mundanatte as Managing Director is placed for the approval of the Members by an Ordinary Resolution. Except for Fr. Benny Mundanatte, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the said resolution.

The Board commends the Ordinary Resolution set out at Item No. 7 of the Notice for approval by the members.

#### **Item No: 8 of the Notice – Ordinary Resolution**

The Board of Directors of the Company in their meeting held on 10th February, 2023, appointed Fr. Rajan Thomas as the Whole-time Director of the Company, with effect from 11th February, 2023, for a period of two year, whose appointment was approved by the shareholders at the 34th AGM held on 22.09.2023. His term as Whole-time Director ended on expiry of the said period of one year. Further, the Board of Directors of the Company in their meeting held on 09th February, 2024, Re-appointed Fr. Rajan Thomas as the Whole-time Director of the Company for a period of another two years w.e.f 11th February 2024.

The Board on the recommendation of the Nomination and Remuneration Committee, recommended for the approval of the Members, the Re-appointment of Fr. Rajan Thomas on the Board as the Whole-time Director of the Company and in view of the provisions of Sections 196, 197, 203 and any other applicable provisions of the Act, recommends the Ordinary Resolution as set out in item no. 8 of the accompanying Notice for the approval of the members.

Company has received consent form Fr. Rajan Thomas to act as Whole-time Director. Now the re-appointment of Fr. Rajan Thomas as Whole-time Director is placed for the approval of the Members by a Ordinary Resolution.

Except for Fr. Rajan Thomas, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the said resolution.

#### **Item No: 9 of the Notice – Special Resolution**

Fr. Thomas Mathew (DIN: 08443389) is currently an Independent Director of the Company, also a Member of the Audit Committee, Stakeholders Relationship Committees and Nomination & Remuneration Committee.

Fr. Thomas Mathew was appointed as an Independent Director of the Company by the Members at the 30th Annual General Meeting of the Company held on September 27, 2019 for a period of 5 (five) consecutive years. His term of office as Independent Director of the company has expired.

Based on the recommendation of the Nomination & Remuneration Committee ('NRC'), the Board of Directors at its meeting held on August 16, 2024, proposed the re-appointment of Mr. Thomas Mathew as an Independent Director of the Company who being eligible for re-appointment for another term. The Proposed re-appointment of second term of 5 (five) consecutive years shall commence from August 16th, 2024 upto August 16th, 2029 (both days inclusive) and shall not be liable to retire by rotation. Approval of the Members by way of a Special Resolution is sought in this regard.

The Company has received a declaration from Fr. Thomas Mathew confirming that he continues to meet the criteria of independence as prescribed under Section 149(6) of the Act, read with the rules framed thereunder. Further, Fr. Thomas Mathew has confirmed that he is not disqualified from being re-appointed as Director in terms of Section 164 of the Act and has given her consent to act as Director in terms of Section 152 of the Act, subject to re-appointment by the Members. In compliance with the provisions of Section 149 read with Schedule IV to the Act, the re-appointment of Fr. Thomas Mathew as an Independent Director is now placed for the approval of the Members by a Special Resolution. None of the Directors or Key Managerial Personnel ('KMP') of the Company or their respective relatives, except Fr. Thomas Mathew and his relatives, are concerned or interested, financially or otherwise, in the resolution set out at Item No. 9 of the accompanying Notice.



The Board commends the Special Resolution set out in Item No. 9 of the accompanying Notice for approval of the Members.

**Item No: 10 of the Notice – Special Resolution To consider and approve the issue of equity shares on preferential basis to applicants**

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 16.08.2024, subject to approval of the Company in the General Meeting and requisite statutory approvals, has approved the offer, issue and allotment of 6,11,000 (Six lakh Eleven Thousand) 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	No. of Shares
1	Deepam Trust Irijalakuda	10,000	25 Jose,Edathinakam, Kanjirapally
2	Fr.Philip Thayil Changanassery	15,000	26 Joseph Pannalakunnel, Kanjirapally
3	St. Joseph Trust Thalassery	10,000	27 Joseph Pulthakidiyil, Kanjirapally
4	Deepika Printers Kottayam	5,500	28 Joseph, Maruthoil, Kanjirapally
5	Diocesan Media Centre Thamarassery	4,000	29 Joseph,Arackaparambil, Kanjirapally
6	Matha Jeevan Trust Trichur	300,000	30 Joseph,Kallooparambattu, Kanjirapally
7	Palakkad Deepika Trust	125,000	31 Joseph,Kochuveetil, Kanjirapally
8	Joseph Thadathil C/o Viani Trust Pala	40,000	32 Kuruvilla,Paikara, Kanjirapally
9	Thomas,Naripparayil, Kanjirapally	1,000	33 Manuraj Jude Puthenveetil, Kanjirapally
10	Archeparchy Trust Changanacherry	30,000	34 Mathew, Niravathu, Kanjirapally
11	Varghese,Kochupurackal, Kanjirapally	1,000	35 Mathew,Kayyaniyil, Kanjirapally
12	Gino Jose Kothamangalam	5,000	36 Michael,Kizhakkayil, Kanjirapally
13	Antony, Kuzhippil, Kanjirapally	1,000	37 Peter,Kizhakkal, Kanjirapally
14	Argheese Parackal, Kanjirapally	1,000	38 Scaria, Mattathil Kanjirapally
15	Cyriac, Mathenkunnel, Kanjirapally	1,000	39 Sebastian Thazhathuveetil, Kanjirapally
16	Cyril, Muthukunnel, Kanjirapally	1,000	40 Sebastian,Kumbukattu, Kanjirapally
17	Devasia, Kizhakkevelickathu, Kanjirapally	1,000	41 Thomas Parinthirickal, Kanjirapally
18	George, Theruvankunnel, Kanjirapally	1,000	42 Thomas, Kappiyankal, Kanjirapally
19	George, Kuzhikattu, Kanjirapally	1,000	43 Thomas,Anjirakattu, Kanjirapally
20	George,Ananthakattu, Kanjirapally	1,000	44 Thomas,Kandaplackal, Kanjirapally
21	James, Orappanchira, Kanjirapally	1,000	45 Varghese, Marangattu, Kanjirapally
22	James,Kollamparambil, Kanjirapally	1,000	46 Varghese,Kilikothipara, Kanjirapally
23	John, Mathiyathu, Kanjirapally	1,000	47 Varghese,Kochupurackal, Kanjirapally
24	John,Manjananickal, Kanjirapally	1,000	48 Deepthi Media Trust, Kakkanad
			<b>Total</b>
			<b>6,11,000.00</b>

Pursuant to Section 42 and 62 and other applicable provisions of the Companies Act, 2013 (including any statutory modification or re-enactment thereof), read with Rules made thereunder and the Memorandum and Articles of Association of the Company, the approval of the Members is required for making further issue of Equity shares on preferential basis by way of a Special Resolution.

Information pursuant to Rule 13 (2) (d) of the Companies (Share Capital and Debentures) Rules, 2014



SI No	Particulars	Information
1	Object of the issue	To expand the business activities
2	Total number of shares or other securities to be issued	900,000 Equity shares
3	Price at which the allotment is proposed	Rs. 100 /equity share
4	Basis on which the price has been arrived at	The price has been arrived at in terms of Valuation Report dated 05/08/2024 issued by Mr. Rajendran P.R, Registered Valuer. IBBI Registration no. IBBI/RV/06/2019/12555
5	Relevant date with reference to which the price has been arrived at	Valuation Date: 31.03.2024 Date of report: 05/08/2024
6	Class or classes of persons to whom the allotment is proposed to be made	The aforementioned allotment, if approved, is proposed to be made to Promoter & Non- Promoter Category of the Company.
7	Intention of promoters, Directors or key managerial personnel to subscribe to the offer	The Equity Shares shall be offered to the Proposed Allottee only. Fr.Dr. Joseph Thadathil & Mr. Devis Edukulathor Ittoop, Directors intends to subscribe to the offer.
8	The proposed time within which the allotment shall be completed	Within a period of twelve months from the date of passing of the special resolution.
9	The name of the proposed allottees and the percentage of post preferential offer capital that may be held by them	Percentage of post preferential offer Capital held by the allottees. 1. Promoters - 7.79% 2. Non-Promoters - 19.18%
10	The change in control, if any, in the company that would occur consequent to the preferential offer	There will no change in the control of the Company consequent to the preferential offer.
11.	The number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price	The Company has allotted shares to 5 persons on 01.12.2023 through preferential basis
12.	The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer.	The proposed issue of shares is for cash and hence this is not applicable.
13	The pre issue and post issue shareholding pattern of the company	

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>1057951</b>	<b>25.84%</b>	<b>1346951</b>	<b>26.97%</b>
<b>B</b>	<b>Non Promoters' Holding:</b>	<b>3035939</b>	<b>74.16%</b>	<b>3646939</b>	<b>73.02%</b>
	<b>GRAND TOTAL</b>	<b>4093890</b>	<b>100%</b>	<b>4993890</b>	<b>100%</b>

The Board of Directors of the Company believes that the proposed preferential issue is in the best interest of the Company and its members. The Board of Directors, therefore, recommends the resolution for the consideration and approval by the shareholders of the Company by passing special resolution in the meeting.

Except Mr. Devis Edukulathur Ittoop and Fr.Dr. Joseph Thadathil, Directors of the Company to the extent of shares that may be offered to them, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the said resolution.

**Item No: 11 of the Notice – Special Resolution To increase the number of Directors limit from 25 to 26 & alter the Articles of Association of the company**

The Board of Directors of the Company at its meeting held on 16.08.2024 recommended that the existing Article of Association be altered with the text as set out in the resolution. Consent of the Members by way of Special Resolution is required for such alteration of Articles of Association in terms of the provisions of Section 14 of the Act.

None of the Directors and Key Managerial Personnel of the Company, or their relatives, is interested in this Special Resolution.

The Board recommends this Special Resolution for your approval.

Kottayam  
16-08-2024

By order of the Board  
Sd/- Fr. Benny Mundanatte  
(DIN 06686549) (Managing Director)



ADDITIONAL INFORMATION OF DIRECTORS RECOMMENDED FOR RE-APPOINTMENT AS REQUIRED AS PER SECRETARIAL STANDARD ON GENERAL MEETING (SS-2)										
Name of Director	Fr. Joyies Jacob	Fr. Benny Mundanatte	Fr. Rajan Thomas	Fr. Thomas Mathew	Mr. Konuparamban Ouseph Ithoop	Mr. Kuruvilla Johnny Padickamyail	Mr. George Jacob	Mr. Mathew Joseph Vazhappilli		
Director Identification Number (DIN)	10368899	6686549	10087598	8443389	531506	3123823	23811	9752317		
Age	53 Years	53 Years	56 Years	70 Year	66 Year	72 Years	79 YEAR	55 Years		
Qualification	Graduation	Post-Graduation	Graduation	PhD in English	Pre- Degree	Graduation	Graduation	Post-Graduation		
Experience	Above 10 years	Above 14 years	Above 03 years	Above 30 year	Above 45 year	Above 45 years	Above 45 years	Above 26 years		
Remuneration	NIL	Rs.20,000/- per month	Rs.20,000/-per month	NIL	NIL	NIL	NIL	NIL		
Original Date of Appointment	24.05.2024	11.02.2023	11.02.2023	16.08.2019	23.07.2016	23.07.2016	31.12.2007	23.09.2022		
Shareholding in the company as on 31.03.2024	NIL	NIL	NIL	NH	Nil	1,00,000.00	1,00,755.00	1,00,000.00		
Relationship with other Directors, Manager and other Key Managerial Persons of the company	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL		
Number of Board Meetings attended during FY.24										
OTHER DIRECTORSHIPS (EXCLUDING RASHTRA DEEPIKA LIMITED)	SUSTAINABLE AGRICULTURE AND FARMERS EMPOWERMENT FORUM				JOANNA BUILDERS AND DEVELOPERS PRIVATE LIMITED	DEEPIKA EXPRESS PRIVATE LIMITED		ANGEL LOVE SHORE PRIVATE LIMITED		
					MITHUN AGRO OILS PRIVATE LIMITED	INNOVATIVE MODERN FARMERS PRIVATE LIMITED				
					KONU'S AGRO OILS PRIVATE LIMITED	GOLMOND GLOBAL PRIVATE LIMITED				
					SUKRUTHI AFFORDABLE HOUSING PROJECTS PRIVATE LIMITED	KLEEN SMART BUS LIMITED				
					ASTORIA NIDHI LIMITED	JH HOLDINGS PRIVATE LIMITED				
					HELPLINE KURIES PRIVATE LIMITED					
					H M C FARMS PRIVATE LIMITED					



## BOARD REPORT

To the Members,

Your Directors are pleased to present the 35th Annual Report of the Company, together with the Audited Statement of Accounts for the year ended 31st March, 2024. The performance of the Company has been referred to, wherever required.

### FINANCIAL RESULTS

The summary of the Company's financial performance for the FY 2023-24, as compared to the previous FY 2022-23 is given below:

*Amount in Rupee Lakhs*

PARTICULARS	Amount	
	As on 31.03.2024	As on 31.03.2023
Revenue from operations	5,019.05	4551.19
Other Income	261.65	229.14
<b>Total Income</b>	<b>5,280.69</b>	<b>4780.33</b>
<b>Expenses</b>		
Other expenditure	5,100.50	4,786.23
Depreciation and amortization expenses	127.69	123.03
<b>Total expenses</b>	<b>5,228.19</b>	<b>4,909.26</b>
Profit before tax (PBT) & Extra ordinary items	52.50	(128.93)
Extra ordinary items	NIL	177.57
<b>Tax expenses</b>		
Income Tax	8.19	7.60
<b>Profit/ Loss for the year</b>	<b>44.31</b>	<b>41.04</b>

### STATE OF COMPANY'S AFFAIRS

The company is engaged in the business of printing and publishing newspapers and periodicals. The revenue for FY 2024 was 5,019.05 lakhs, as compared to previous year's revenue of 4551.19 lakhs. The profit after tax attributable to shareholders and non-controlling interests for FY 2024 is 44.31 lakhs and FY 2023 was 41.04 lakhs.

### DIVIDEND

Considering the ongoing financial condition of company, your board has decided not to recommend any dividend for period under review and the internal accruals will be part of retained earnings.

### TRANSFER TO RESERVES

The Accounting Standards permit that the amounts in the Profit after tax stands are included in the Reserve & Surplus Schedule, hence the Company has not transferred any amount to its General Reserves.

### 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 had one Wholly Owned Subsidiary, namely M/s. Rashtra Deepika News Corporation Private Limited is currently under the process of being struck off from the Register of Companies. The strike-off of the subsidiary is not expected to have a material adverse impact on the Company's financial position and operations."

The Company has no Associate and Joint Ventures.

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

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 have occurred between the end of the financial year to which the financial statements relate and the date of Board's Report. The operations of the Company have been effectively managed and the Management shall review the performance from time to time, in order to monitor the business activities of 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**

Sl. No	DIN	Name of Director	Designation	27/06/2023	08/08/2023	22/09/2023	01/12/2023	19/01/2024	09/02/2024	01/03/2024
1	531506	Mr.KONUPARAMBAN OUSEPH ITTOOP	Director	x	x	x	y	y	x	x
2	3195206	Mr.BENNY MATHEW	Director	x	y	y	y	x	x	y
3	3123823	Mr.KURUVILLA JOHNY	Director	x	x	y	y	y	x	y
4	23811	Mr. GEORGE JACOB	Director	x	x	x	x	x	x	x
5	7101663	Fr.BOBY ALEX BOBY MANNAMPLACKAL	Alternate Director	y	x	x	y	y	x	y
6	519934	Mr. PAUL PAVUNNY CHUNGATH	Director	x	y	x	y	y	y	x
7	1803799	Dr. CLEETUS FRANCIS	Director	y	y	y	y	y	y	y
8	1866627	Mr.DEVIS EDUKULATHUR	Director	x	y	y	y	y	y	y
9	3142759	Mr.JACOB JOSEPH KUNJU	Director	y	y	y	y	y	x	y
10	6921316	Mr. V C SEBASTIAN	Director	y	y	y	y	y	y	y
11	7966441	Fr. MICHAEL JOSEPH	Whole-time director	y	y	y	y	y	y	x
12	8288802	Fr.SEBASTIAN ELANJICKAL	Director	y	x	y	y	y	x	y
13	8443389	Fr.THOMAS MATHEW	Director	y	x	y	y	y	y	y
14	9752317	Mr. MATHEW JOSEPH VAZHAPPILLIL	Director	x	y	y	y	y	x	x
15	10095525	Fr.JAMES PALACKAL AUGUSTINE	Director	y	y	x	y	y	x	y
16	6686549	Fr.BENNY PUNNOOSE MUNDANATTE	Managing Director	y	y	y	y	y	y	y
18	2214347	Mr. DENNY THOMAS	Director	-	-	y	y	y	y	y
19	9646692	Fr.SIBI PALAKUZHYYIL MATHEW	Director	-	-	y	x	y	y	x
20	10253992	Fr.JOSEPH THADATHIL VARKEY	Director	-	-	y	y	y	y	y
21	10087598	Fr.RAJAN THOMAS	Whole-time director	y	y	x	y	y	x	x
22	1350328	Dr.THOMAS KURIAN KOCHUKOYCAL	Director	-	x	y	x	x	y	x
23	10178980	Fr.ABRAHAM VETTIYANKAL MANI	Director	-	y	x	y	y	y	y
24	8474493	Fr.JOSEPH OTTAPLACKAL	Director	x	-	-	-	-	-	-
25	8979773	Fr.GEORGE CHERIAN	Director	-	-	-	-	-	-	-



## CAPITAL STRUCTURE

The Capital Structure of the Company is as follows:

Share Capital	31.03.2024 (In Rupees)	31.03.2023 (In Rupees)
a) Authorized Share Capital 50,00,000 (PY 50,00,000) Equity Shares of Rs.100/- each	50,00,00,000	50,00,00,000
b) Issued, Subscribed and fully Paid up Share Capital 40,93,890 (PY 37,68,090) Equity Shares of Rs. 100/- each	40,93,89,000	37,68,09,000

The Company has issued 3,25,800 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. [www.deepika.com](http://www.deepika.com)

## DIRECTORS RESPONSIBILITY STATEMENT

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

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

The following changes have taken place in the Directors of your Company during the Financial Year 2023-24 and till the date of this Report:

1. The shareholders of the Company at their 34th AGM held on 22nd September, 2023, based on the recommendations of the Board of Directors, Nomination and Remuneration Committee had approved the re-appointment of Mr. Devis Edukulathur Ittoop (DIN: 01866627) as the Director of the Company whose period of office shall be liable to determination by retirement of Directors by Rotation.
2. At the 34th AGM, the shareholders approved the re-appointment of Mr. Jacob Joseph Kunju (DIN: 03142759) as Director of the Company whose period of office shall be liable to determination by retirement of Directors by Rotation.
3. At the 34th AGM, the shareholders approved the re-appointment of Dr. Francis Cleetus (DIN: 01803799) as Director of the Company whose period of office shall be liable to determination by retirement of Directors by Rotation.
4. At the 34th AGM, the shareholders approved the re-appointment of Mr. V C Sebastian (DIN: 06921316) as Director of the Company whose period of office shall be liable to determination by retirement of Directors by Rotation.
5. Mr. Mathew Joseph Vazhappillil (DIN: 09752317), whose appointment as an Additional Director of the company by the Board of Directors on 23rd September 2022, has been approved by the shareholders at the 34th AGM to hold office as a Non-Executive Non- Independent Director of the Company, liable to retire by rotation.
6. Dr. Thomas Kurian Kochukoyckal (DIN: 01350328) whose appointment as an Additional Director of the company by the Board of Directors on 27th June 2023, has been approved by the shareholders at the 34th AGM to hold office as a Non-Executive Non- Independent Director of the Company, liable to retire by rotation.
7. Fr. James Palackal (DIN: 10095525) whose appointment as an Additional Director of the company by the Board of



- Directors on 11th February 2023, has been approved by the shareholders at the 34th AGM to hold office as a Independent Director of the Company, not liable to retire by rotation to hold office for a term of five years upto February 10, 2028.
8. Fr. Dr. Abraham Vettiyankal Mani (DIN: 10178980), whose appointment as an Additional Director of the company by the Board of Directors on 27th June 2023, has been approved by the shareholders at the 34th AGM to hold office as a Non-Executive Non- Independent Director of the Company, liable to retire by rotation.
  9. Fr. Dr. Joseph Thadathil (DIN: 10253992), whose appointment as an Additional Director of the company by the Board of Directors on 08th August 2023, has been approved by the shareholders at the 34th AGM to hold office as a Non-Executive Non- Independent Director of the Company, liable to retire by rotation.
  10. Fr. Sibi Palakuzhiyil (DIN: 09646692), whose appointment as an Additional Director of the company by the Board of Directors on 08th August 2023, has been approved by the shareholders at the 34th AGM to hold office as a Non-Executive Non- Independent Director of the Company, liable to retire by rotation.
  11. Mr. Denny Thomas (DIN: 02214347), whose appointment as an Additional Director of the company by the Board of Directors on 08th August 2023, has been approved by the shareholders at the 34th AGM to hold office as a Non-Executive Non- Independent Director of the Company, liable to retire by rotation.
  12. Fr. Benny Mundanatte (DIN: 06686549), whose appointment as the Additional Director of the Company, with effect from 11th February, 2023, has been approved by the shareholders at the 34th AGM whose appointment is liable to retire by rotation. Further, Benny Mundanatte was appointment as the Managing Director of the Company, with effect from 11th February, 2023, for a period of one year, and his appointment has been approved by the shareholders at the 34th AGM to hold office of the Managing Director of the Company, for a period of one year with effect from 11th February, 2023 at salary and allowances amounting to Rs.20,000/- (Rupees Twenty Thousand Only) per month.
  13. At the 34th AGM, the shareholders approved the re-appointment of Fr. Michael Joseph (DIN: 07966441) as a Whole Time Director of the Company for a period of 3 (Three) years, with effect from 27th June, 2023 without any remuneration.
  14. Fr. Rajan Thomas (DIN: 10087598), whose appointment made by the Board as the Additional Director of the Company, with effect from 11th February, 2023, has been approved by the shareholders at the 34th AGM to hold office as Director of the company, whose appointment is liable to retire by rotation. Further, Fr. Rajan Thomas was appointment as the Whole-time Director of the Company, with effect from 11th February, 2023, for a period of one year, and his appointment has been approved by the shareholders at the 34th AGM to hold office of the Whole-time Director of the Company, for a period of one year with effect from 11th February, 2023 at salary and allowances amounting to Rs.20,000/- (Rupees Twenty Thousand Only) per month.
  15. Dr. Thomas Kurian Kochukoycal (DIN: 01350328), was appointed by the Board as an Additional Director under the category of Non-Executive, Non- Independent Director with effect from 27.06.2023.
  16. Fr. Abraham Vettiyankal Mani (DIN: 10178980), was appointed by the Board as an Additional Director under the category of Non-Executive, Non- Independent Director with effect from 27.06.2023.
  17. Fr. George Cherian (DIN: 08979773), Director of the Company tendered his resignation with effect from close of business hours on 27.06.2023.
  18. Mr. Denny Thomas (DIN: 02214347), was appointed by the Board as an Additional Director under the category of Non-Executive, Non- Independent Director with effect from 08.08.2023.
  19. Fr. Sibi Palakuzhiyil Mathew (DIN: 09646692), was appointed by the Board as an Additional Director under the category of Non-Executive, Non- Independent Director with effect from 08.08.2023.
  20. Fr. Joseph Thadathil Varkey (DIN: 10253992), was appointed by the Board as an Additional Director under the category of Non-Executive, Non- Independent Director with effect from 08.08.2023.
  21. Fr. Joseph Ottaplackal (DIN: 08474493), Director of the Company tendered his resignation with effect from close of business hours on 08.08.2023.
  21. Fr. Joyies Jacob (DIN: 10368899), was appointed by the Board as an Additional Director under the category of Non-Executive, Non- Independent Director with effect from 24.05.2024.

Accordingly, resolutions seeking for the appointment/re-appointment of all the directors are given in the notice of the 35th annual general meeting.

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. Konuparamban Ouseph Itoop (DIN: 00531506), Mr. Kuruvilla Johny Padickamyailil (DIN: 03123823), Mr. Mathew Joseph Vazhappillil (DIN: 09752317), Mr. George Jacob (DIN: 00023811) will retire by rotation at the ensuing AGM and being eligible, have offered themselves for re-appointment. The Board recommends their re-appointment.

Pursuant to the provisions of Section 203 of the Act, the Key Managerial Personnel of the Company as on 31st March, 2023 are: Fr. Benny Mundanatte, Managing Director, Fr. Michael Joseph and Fr. Rajan Thomas, Whole-time Directors, Mr. Muppathiyil Mathai George, Chief Financial Officer and Mrs. Anamol 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. James Palackal was appointed as an Independent Director of a company with effect from 11.02.2023. He is a Catholic priest hailing from Changanacherry, Kottayam and his appointment as Independent Director may help the company to improve circulation. The Board of Directors was of the opinion that Rev. Fr. James Palackal 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 28/05/2019. 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.

#### **AUDIT COMMITTEE:**

Pursuant to the provisions of Section 177(1) of the Companies Act, 2013, Rule 6 of the Companies (Meetings of Board & Its Powers) Rules, 2014 your Company has constituted an Audit Committee of the Board of Directors, comprising of the following Directors as on March 31, 2024:

- a. Mr. Jacob Joseph Kunju (Director) [Designation: Chairman]
- b. Fr. Dr. Thomas Pothanamuzhi (Independent Director) [Designation: Member]
- c. Fr. Dr. James Palackal (Independent Director) [Designation: Member]

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			
	27.06.2023	08.08.2023	01.12.2023	01.03.2024
Mr. Jacob Joseph Kunju	Y	Y	Y	Y
Fr. Thomas Pothanamuzhi	Y	x	Y	Y
Fr. Dr. James Palackal	Y	Y	Y	Y

The Board accepted the recommendations of the Audit Committee whenever made by the Committee during the year.

#### **NOMINATION AND REMUNERATION COMMITTEE**

Pursuant to the provisions of Section 178 of the Companies Act, 2013, Rule 6 of the Companies (Meetings of Board & Its Powers) Rules, 2014, your Company has constituted a Nomination and Remuneration Committee of the Board of Directors, comprising of the following Directors as on March 31, 2024:

- a. Mr. V.C. Sebastian- [Designation: Chairman]
- b. Fr. Dr. James Palackal [Designation: Member]
- c. Rev. Fr. Thomas Mathew Pothanamuzhi [Designation: Member]

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 of Members	Dates of Board Meetings			
	27.06.2023	08.08.2023	19.01.2024	01.03.2024
Mr. V.C. Sebastian	Y	y	y	y
Fr. Thomas Pothanamuzhi	Y	x	y	y
Fr. Dr. James Palackal	Y	y	y	y



#### **STAKEHOLDERS' RELATIONSHIP COMMITTEE:**

Pursuant to the provisions of Section 178 of the Companies Act, 2013 your Company has constituted a Stakeholders' Relationship Committee of the Board of Directors, comprising of the following Directors as on March 31, 2024:

- a. Mr. V C Sebastian
- b. Fr. Dr. James Palackal
- c. Rev. Fr. Thomas Mathew Pothanamuzhi

There was 1 (One) Meeting of the Stakeholders' Relationship Committee held during the Financial Year 2023-24 (i.e., on 01.03.2024) where all members of the committee attended.

#### **MEETING OF INDEPENDENT DIRECTORS**

The Independent Directors met on 01st March 2024, inter-alia, to discuss the quality, quantity and timeliness of flow of information between the Company Management and the Board of Directors that is necessary for the Board of Directors to effectively and reasonably perform their duties. All the Independent Directors were present at the Meeting. Further, subsequent to close of financial year 2023-24, the Independent Directors met on 24th May 2024, to inter alia, to discuss and review the following:

- (i) The performance of Non-Independent Directors and the Board of Directors as a whole.
- (ii) The performance of Chairman of the Company, taking into account the views of executive director and non-executive directors.

All the Independent Directors were present at the Meeting.

#### **PERFORMANCE EVALUATION OF BOARD, COMMITTEES AND DIRECTORS**

Pursuant to the provisions of the Companies Act, 2013, the Board has carried out the Annual Performance Evaluation of the Chairman, Individual Directors, Board as well as its Committees for FY 2023-24. The Board at its Meeting held on 24th May 2024 reviewed the reports on performance assessment of the Board, its Committees and individual directors and found them to be satisfactory.

#### **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 FY 2023-2024 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 FY 2023-2024 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 FY 2023-2024 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. However, the company appointed C.A. Tony C. Kallukalam, M/s Kallukalam@co, chartered accountant Changanassery for the financial year 2023-24.

#### **SECRETARIAL AUDITORS**

Secretarial Audit is not applicable to the Company.

#### **STATUTORY AUDITORS**

Upon recommendation by the Audit Committee, the Board of Directors of the Company, at its Meeting held on 19th August, 2022, had recommended to the Shareholders the appointment of Jameskutty & Associates (Firm Registration No.08224S), Chartered Accountants, as the "Statutory Auditors" of the Company, for a term of 5 (Five) years, to hold office from the conclusion of the 33rd Annual General Meeting ("AGM") till the conclusion of the 38th AGM.

The Shareholders of the company at its 33rd AGM held on 23rd September, 2022 had approved the appointment of Jameskutty & Associates, Chartered Accountants (Firm Registration No. 008224S) as the "Statutory Auditors" of the Company, pursuant to Sections 139 to 144 of the Companies Act, 2013 and Rules 3 to 6 of the Companies (Audit and Auditors) Rules, 2014, to hold office for a term of 5 (Five) years, i.e., from the conclusion of the from the conclusion of 33rd annual general meeting till the conclusion of 38th AGM.

The Statutory Auditors' Report for FY 2023-24 on the financial statement of the Company forms part of this Annual Report.

**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.

**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, 2024.

**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.

For & Behalf of Board of Directors of,  
Rashtra Deepika Limited

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

Managing Director  
Sd/ Fr. Benny Mundanatte  
(DIN 06686549)

Place: Kottayam  
Date: 16.08.2024

**ANNEXURE-1**

<b>(A)</b>	(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.
	(ii)	the steps taken by the company for utilizing alternate sources of energy;	Steps are being taken to keep energy consumption at optimum levels.
	(iii)	the capital investment on energy conservation equipments;	NIL
<b>(B)</b>	(i)	<b>TECHNOLOGY ABSORPTION</b> the efforts made towards technology absorption;	The company does not use any foreign technology.
	(ii)	the benefits derived like product improvement, cost reduction, product development or import substitution; in case of imported technology (imported during the last three years, reckoned from the beginning of the financial year)-	N.A
	(iii)	(a) the details of technology imported; (b) the year of import; (c) whether the technology been fully absorbed; (d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and	N.A N.A N.A
	(iv)	the expenditure incurred on Research and Development.	N.A
<b>(C)</b>		<b>FOREIGN EXCHANGE EARNINGS AND OUTGO</b> The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows.	Inflow: Rs NIL Out flow: Rs NIL

For & Behalf of Board of Directors of,  
Rashtra Deepika Limited

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

Managing Director  
Sd/-Fr. Benny Mundanatte  
(DIN 06686549)

Place: Kottayam  
Date: 16.08.2024



## 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 31st, March 2024, 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 31st, March 2024, its profit, 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 is responsible for the preparation and presentation of its report (herein after called as "Board Report") which comprises various information required under section 134(3) of the Companies Act 2013 but does not include the financial statements and our auditor's report thereon.

My opinion on the financial statements does not cover the Board Report 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.

The Board of Directors is also responsible for establishing and maintaining adequate and effective controls in respect of use of accounting software that entails the requisite features as specified by the Companies (Accounts) Rules, 2014, as amended from time to time, including an evaluation and assessment of the adequacy and effectiveness of the company's accounting software in terms of recording and maintaining audit trail (edit log) of each and every transaction and ensuring that the audit trail cannot be disabled and has been operated throughout the year for all transactions recorded in the software and the audit trail feature has not been tampered with and the audit trail has been preserved by the company as per the statutory requirements for record retention.

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 also 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, 2016 ("the Order") issued by the Central Government in terms of section 143(11) of the Act, I give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order to the extent applicable.
2. As required by Section 143(3) of the Act, 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 31st , March 2024 taken on record by the Board of Directors, none of the directors are disqualified as on 31st , March 2024 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 13 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

Ettumanoor  
21-08-2024

For Jameskutty & Associates  
Sd/- Jameskutty Mathew  
Chartered Accountant M.No: 205093  
UDIN: 24205093BKAGWD2547



### 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 2024, I report 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 record 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 31st, 2024
  - (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 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 compiled 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 prescribed by the central Government for 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 service tax, provident fund, employees' state insurance, income-tax, duty of customs cess and other material statutory dues applicable to the Company have generally been regularly deposited with the appropriate authorities. According to the information and explanations given to us and based on the audit procedure 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)	2,13,70,788/-
Period to Which the Amount Relates	June 2019 - August 2023
Due Date	July 2019 Onwards

- (b) The Company does not have any dues other than referred in clause vii (a) above of goods and service 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 and borrowings or in payment of interest thereon to any lender during the year except interest due on Debenture holders amounting to Rs 24,44,600/-
- (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 explanations 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 or 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 fund was 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 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 section 177 and 188 of the Act, and all 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. Based on our examination, the company, has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility except in respect of maintenance of property, plant and equipment records wherein the accounting software did not have the audit trail feature enabled throughout the year. Further, the audit trail facility has been operating throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with. [Since proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from April 1st, 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is applicable for the financial year ended March 31st, 2024.]
- xvi. The Company has not entered into any non-cash transactions with 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.
- xvii. (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.
- xviii. The Company has not incurred cash losses in the current year and has not incurred cash losses in the immediately preceding financial year respectively.
- xix. There has been no resignation of the statutory auditors during the year. Accordingly, the requirement to report on clause 3(xviii)(a) of the Order is not applicable to the Company.
- xx. 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 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.
- xxi. The provisions of Section 135 towards corporate social responsibility are not applicable on the company. Accordingly, the requirement to report on clause 3(xx) of the Order is not applicable to the Company



## **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 31st. March 2024 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 31st. March 2024, 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.

Ettumanoor  
21-08-2024

For Jameskutty & Associates  
Sd/- Jameskutty Mathew  
Chartered Accountant M.No: 205093  
UDIN: 24205093BKAGWD2547



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

**BALANCE SHEET AS AT 31-03-2024**

**I. EQUITY AND LIABILITIES**

Particulars	Notes	Current Year	Previous Year
<b>(1) Shareholder's Funds</b>			
(a) Share Capital	3	409,389,000	376,809,000
(b) Reserves and Surplus	4	(162,995,304)	(167,426,305)
<b>(2) Non-Current Liabilities</b>			
(a) Long term borrowings	5	133,799,239	159,616,687
(b) Long term provisions	6	67,891,337	75,543,054
<b>(3) Current Liabilities</b>			
(a) Short Term Borrowings	7	126,117,812	127,593,617
(b) Trade payables	8	48,276,160	56,486,321
(c) Other current liabilities	9	193,835,844	177,816,188
(d) Short-term provisions	10	540,000	360,000
<b>Total</b>		<b>816,854,088</b>	<b>806,798,562</b>

**II.Assets**

(1) Non-Current Assets			
(a) Fixed Asset			
(i) Property, Plant & Equipments	11	486,604,255	498,351,321
(ii) Intangible Assets	12	276,564	276,564
(b) Non Current Investments	13	18,500	18,500
(c) Long term loans and advances	14	27,559,081	27,396,350
(d) Other non-current assets	15	101,229,605	98,693,158
<b>(2) Current assets</b>			
(a) Inventories	16	13,907,004	21,712,659
(b) Trade receivables	17	181,706,106	153,379,817
(c) Cash and cash equivalents	18	1,826,960	2,660,761
(d) Short-term loans and advances	19	1,931,397	2,326,613
(e) Other current assets	20	1,794,616	1,982,819
<b>Total</b>		<b>816,854,088</b>	<b>806,798,562</b>

Sd/-  
Dr. Francis Cleetus  
Chairman  
DIN:01803799

Sd/-  
Fr. Benny Mundanatte  
Managing Director  
DIN:06686549

As per my report of even  
date attached  
For M/s.Jameskutty &  
Associates  
Chartered Accountants  
Firm No:008224S  
Sd/- Jameskutty Mathew  
Proprietor, M. No:205093

Sd/-  
Sophia Joseph  
Company Secretary  
M.No. 67533

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

Place : Kottayam  
Date : 16-08-2024



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

**Profit and Loss Statement for the year ended 31-03-2024**

Particulars	Notes	Current Year	Previous Year
I. Revenue from operations	21	501,904,560	455,119,359
II. Other Income	22	26,164,764	22,914,033
<b>III. Total Revenue (I +II)</b>		<b>528,069,324</b>	<b>478,033,392</b>
IV. Expenses:			
Cost of materials consumed	23	125,127,266	151,880,464
Employee Benefits	24	138,551,425	129,658,763
Financial costs	25	53,762,621	32,196,033
Depreciation and amortization expenses		12,769,193	12,303,210
Other expenses	26	192,608,818	164,887,967
<b>Total Expenses</b>		<b>522,819,323</b>	<b>490,926,437</b>
V. Profit/(Loss) before exceptional and extraordinary items and tax	(III - IV)	5,250,001	(12,893,045)
VI. Exceptional items		Nil	Nil
VII. Profit/(Loss) before Extraordinary Items and Tax		5,250,001	(12,893,045)
VIII. Extra Ordinary Items Profit on sale of Assets		Nil	17,757,454
IX. Profit/(Loss) before tax	(V - VI)	<b>5,250,001</b>	<b>4,864,409</b>
X. Tax expense:		819,000	760,407
<b>Total Tax Expense</b>			
XI. Profit(Loss) for the year from continuing operations		<b>4,431,001</b>	<b>4,104,002</b>
XII. Profit/(Loss) for the period		<b>4,431,001</b>	<b>4,104,002</b>
XIII. Earning Per Share :		1.15	1.32

Basic

Sd/-  
Dr. Francis Cleetus  
Chairman  
DIN:01803799

Sd/-  
Fr. Benny Mundanatte  
Managing Director  
DIN:06686549

As per my report of even  
date attached  
For M/s.Jameskutty &  
Associates  
Chartered Accountants  
Firm No:008224S  
Sd/- Jameskutty Mathew  
Proprietor, M. No:205093

Sd/-  
Sophia Joseph  
Company Secretary  
M.No. 67533

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

Place : Kottayam  
Date : 16-08-2024



**RASHTRA DEEPIKA LIMITED**  
**P.B. NO.7, DEEPIKA BUILDING CMS COLLEGE ROAD, KOTTAYAM**  
**Cash Flow Statement**  
**For the Year Ended 31-03-2024**

	Current Year	Previous Year
<b>A Cash flows from operating activities</b>		
Profit after taxation	4,431,001	4,104,002
Adjustments for:		
Depreciation	12,769,193	12,303,210
Finance cost	53,762,621	32,196,033
(Profit)/Loss on sale of Asset	-	(17,757,454)
<b>Working capital changes:</b>		
Increase in trade receivables	(28,326,289)	(8,337,296)
(Increase)/Decrease in inventories	7,805,655	(10,631,071)
(Increase)/ Decrease in Other current assets	188,203	232,116
(Increase)/ Decrease in Short-term loans and advances	395,216	(390,410)
(Increase)/ Decrease in Other non-current assets	(2,536,447)	(1,998,144)
(Increase)/ Decrease in Long term loans and advances	(162,731)	508,379
Dncrease in trade payables	(8,210,161)	(18,684)
Increase/(Decrease) in Other current liabilities	16,019,656	212,037
Increase in Long term provision	(7,651,717)	6,671,303
Increase in Short term provision	180,000	-
<b>Cash generated from operations</b>	<b>48,664,200</b>	<b>17,094,021</b>
<b>Net cash from operating activities- (A)</b>	<b>48,664,200</b>	<b>17,094,021</b>
<b>B Cash flows from investing activities</b>		
Purchase of Assets	(1,022,128)	(3,613,512)
Proceeds from sale of Assets	-	18,058,286
<b>Net cash used in investing activities - (B)</b>	<b>(1,022,128)</b>	<b>14,444,774</b>
<b>C Cash flows from financing activities</b>		
Issue of shares	32,580,000	11,770,000
Decrease in long-term borrowings	(25,817,448)	(23,605,110)
Increase/( Decrease) in Short- Term borrowings	(1,475,805)	6,721,602
Finance cost	(53,762,621)	(32,196,033)
<b>Net cash from financing activities- (.C)</b>	<b>(48,475,874)</b>	<b>(37,309,541)</b>
<b>Net increase in cash and cash equivalents (A+B+C)</b>	<b>(833,801)</b>	<b>(5,770,745)</b>
<b>Cash and Bank Balances at beginning of period</b>	<b>2,660,761</b>	<b>8,431,506</b>
<b>Cash and Bank Balances at end of period</b>	<b>1,826,960</b>	<b>2,660,761</b>
<b>Closing Cash &amp; Bank Balances Includes:</b>		
Cash & Cash equivalents	159,922	455,457
Bank Balances	1,667,038	2,205,304
	<b>1,826,960</b>	<b>2,660,761</b>

Sd/-  
Dr. Francis Cleetus  
Chairman  
DIN:01803799

Sd/-  
Fr. Benny Mundanatte  
Managing Director  
DIN:06686549

As per my report of even  
date attached  
For M/s.Jameskutty &  
Associates  
Chartered Accountants  
Firm No:008224S  
Sd/- Jameskutty Mathew  
Proprietor, M. No:205093

Sd/-  
Sophia Joseph  
Company Secretary  
M.No. 67533

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

Place : Kottayam  
Date : 16-08-2024



## 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 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 or 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 that there is reasonable certainty of realisation in the 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.265805105/-

#### 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

5000000 Equity shares of Rs. 100 each  
(P Y: 5000000 equity shares of Rs.100/- each)

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

##### Paid up Capital

4093890 equity shares of Rs. 100/- each fully paid-up  
(Previous Year 3768090 Equity Shares of Rs.100 each)

	Current Year 31-03-2024	Previous Year 31-03-2023
	<b>500,000,000</b>	<b>500,000,000</b>
	409,389,000	376,809,000
	<b>409,389,000</b>	<b>376,809,000</b>

Reconciliation		
Details	31-03-2024	31-03-2023
No.Equity Shares at opening	3,768,090	3,650,390
Shares issued during the period	325,800	117,700
<b>No.Equity Shares at closing</b>	<b>4,093,890</b>	<b>3,768,090</b>

#### Shareholding of Promoters

Promoters 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	No. of Shares	% of total Shares of the company	
1. Dr. Francis Cleetus	414686	11.01%	414686	10.13%	0.88%
2. Mr. George Jacob	100755	2.67%	100755	2.46%	0.21%
3. Mr. Paul Pavunny Chungath	100010	2.65%	100010	2.44%	0.21%
3. Mr. Jacob Joseph Kunju	100000	2.65%	100000	2.44%	0.21%
5. Mr. Devis Edakulathur Ittoop	100000	2.65%	100000	2.44%	0.21%
6. Fr. Michael Joseph	42500	1.13%	42500	1.04%	0.09%
7. Mr. Johnny Kuruvilla	100000	2.65%	100000	2.44%	0.21%
8. Mr. Mathew Joseph Vazhappillil	100000	2.65%	100000	2.44%	0.21%
9. Mr. Denny Thomas	0	0	180000	4.39%	4.39%
10. Mr. Benny Mathew	0	0	100000	2.44%	2.44%
<b>Total</b>	<b>1057951</b>		<b>1337951</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	15.76%	645,000	17.12%
Dr.FRANCISCLEETUS	414,686	10.13%	414,686	11.01%
Rev.Fr.JOSEPHKURINJIPARAMBIL	323,078	7.89%	323,078	8.57%

### 4. RESERVES & SURPLUS

	Current Year	Previous Year
Debit Balance in Profit and Loss		
Opening Balance	(433,231,410)	(438,095,819)
Less: Current Year Profit/(Loss)	4,431,001	4,864,409
	<b>(428,800,409)</b>	<b>(433,231,410)</b>
Land Revaluation Reverse (Not for Distribution as Dividend)	265,805,105	265,805,105
Closing Balance	<b>(162,995,304)</b>	<b>(167,426,305)</b>

### 5. LONG-TERM BORROWINGS

Debentures	30,370,000	30,400,000
Term Loans from Banks	103,429,239	129,216,687
	<b>133,799,239</b>	<b>159,616,687</b>

### 6. LONG TERM PROVISIONS

Provision for employee benefits	<b>67,891,337</b>	<b>75,543,054</b>
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### 7. SHORT TERM BORROWINGS

1. Loans Repayable on Demand From Banks	78,748,957	80,497,924
2. Current Maturities of Long term Debt	23,708,681	22,177,170
3. Other Loans & Advances:		
a. Staff ,agent and other Securities	19,943,724	20,844,462
b. Agents & Staff Welfare Fund	3,716,450	4,074,061
	<b>126,117,812</b>	<b>127,593,617</b>

### 8. TRADE PAYABLES

Sundry Creditors:		
- For Purchases	26,976,286	29,525,510
- For Expenses	21,299,874	26,960,811
	<b>48,276,160</b>	<b>56,486,321</b>

### 9. OTHER CURRENT LIABILITIES

1. Interest Accrued and due on borrowings	13,309,628	11,746,991
2. Annual Subscription Received in Advance	86,071,692	84,003,680
3. Other Liabilities	92,491,743	81,149,055
4. TDS Payable	922,555	893,154
5. Gst Payable	1,040,226	23,308
	<b>193,835,844</b>	<b>177,816,188</b>

### 10. SHORT TERM PROVISIONS

Audit Fee Payable		
Statutory Audit	360,000	360,000
Internal Audit	180,000	Nil
	<b>540,000</b>	<b>360,000</b>

### 11. FIXED ASSET REGISTER FOR THE PERIOD : 2023-24

PROPERTY, PLANT, & EQUIPMENTS								
	Opening as on 01-Apr-2023	Additions 2023-24	Gross Block as on 31-Mar-2024	up to 31-Mar-2023	For the year 2023-2024	Up to 2023-24	As on 31-Mar-2024	As on 31-Mar-2023
LAND	28,286,733	-	28,286,733	-	-	-	28,286,733	28,286,733
LAND REVALUED	265,805,105	-	265,805,105	-	-	-	265,805,105	265,805,105
BUILDING	81,302,512	240,950	81,543,462	14,890,282	1,675,113	16,565,395	64,978,067	66,412,230
BUILDING WORK PROGRESS	1,803,440	-	1,803,440	-	-	-	1,803,440	1,803,440
PLANT & MACHINERY	255,343,574	313,535	255,657,108	127,450,471	8,820,257	136,270,728	119,386,380	127,893,103
OFFICE EQUIPMENTS	12,835,223	245,141	13,080,364	10,836,096	566,920	11,403,017	1,677,347	1,999,127
FURNITURE	19,102,582	222,502	19,325,083	15,742,377	1,126,776	16,869,153	2,455,931	3,360,205
LIBRARY	2,260,032	-	2,260,032	625,589	69,724	695,313	1,564,719	1,634,443
VEHICLE	10,878,736	-	10,878,736	9,721,800	510,403	10,232,203	646,533	1,156,936
<b>Total :</b>	<b>677,617,936</b>	<b>1,022,127</b>	<b>678,640,063</b>	<b>179,266,615</b>	<b>12,769,193</b>	<b>192,035,808</b>	<b>486,604,255</b>	<b>498,351,321</b>
<b>12. INTANGIBLE ASSET</b>								
DEEPIKA.COM	5,942,071	-	5,942,071	5,665,507	-	5,665,507	276,564	276,564
<b>Grand Total :</b>	<b>683,560,007</b>	<b>1,022,127</b>	<b>684,582,134</b>	<b>184,932,122</b>	<b>12,769,193</b>	<b>197,701,315</b>	<b>486,880,819</b>	<b>498,627,885</b>



<b>13. NON-CURRENT INVESTMENTS</b>		
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>
<b>14. LONG TERM LOANS AND ADVANCES</b>		
1. Security Deposits with Government & Others	7,630,806	7,468,875
2. Advance to Carmel Litho Printers (P) Ltd	12,202,432	12,201,632
3. Other Receivables	7,725,843	7,725,843
	<b>27,559,081</b>	<b>27,396,350</b>
<b>15. OTHER NON CURRENT ASSETS</b>		
Long Term Trade Receivables	101,229,605	98,693,158
	<b>101,229,605</b>	<b>98,693,158</b>
<b>16. INVENTORIES: (As taken, valued and certified by the management)</b>		
Raw Materials	8,896,839	9,160,932
Stores & Spares	3,331,973	3,527,943
RD Books	1,678,192	9,023,784
	<b>13,907,004</b>	<b>21,712,659</b>
<b>17. TRADE RECEIVABLES</b>		
Outstanding for a period not exceeding six months	136,122,768	120,820,263
Outstanding for a period not exceeding One year	45,583,338	32,559,554
	<b>181,706,106</b>	<b>153,379,817</b>
<b>18. CASH AND CASH EQUIVALENTS</b>		
Balances with Banks	1,667,038	2,205,304
Cash on Hand	159,922	455,457
	<b>1,826,960</b>	<b>2,660,761</b>
<b>19. SHORT TERM LOANS AND ADVANCES</b>		
Loans and advances to Related parties		
1. Suppliers/contracts	832,847	1,241,304
2. Advance to staff	1,098,550	1,085,309
	<b>1,931,397</b>	<b>2,326,613</b>
<b>20. OTHER CURRENT ASSETS</b>		
TCS	530	140,000
TDS	1,761,720	1,384,682
GST Inputs Credit	32,366	399,137
Prepaid Rent	-	59,000
	<b>1,794,616</b>	<b>1,982,819</b>
<b>21. REVENUE FROM OPERATIONS</b>		
<b>SALE OF PUBLICATIONS</b>		
1. Deepika Daily	134,997,879	144,290,132
2. RD Evening Daily	10,456,764	10,835,100
3. Karshakan	1,359,015	1,945,890
4. Kuttikalutte Deepika	1,414,530	883,950
5. Sale Of Childrens Digest	17,180,490	13,403,123
6. Annual Special & R D Books	12,688,762	105,570
7. Sale of E- Paper	182,309	-
	<b>178,279,749</b>	<b>171,463,765</b>
Advertisement Income	323,624,811	283,655,594
	<b>501,904,560</b>	<b>455,119,359</b>
<b>22. OTHER INCOME</b>		
Sale of Waste	4,526,048	6,012,420
Sale of Aluminium Plate Waste	3,868,075	3,280,343
Job Work	10,312,275	11,359,178
Calendar	2,363,283	2,053,338
COLORINDIA.CUL.EDU.SERVICE	4,596,699	-
Rent Received	338,984	-
Interest Received	159,400	208,754
	<b>26,164,764</b>	<b>22,914,033</b>
<b>23. COST OF RAW MATERIALS CONSUMED</b>		
Opening Stock of Newsprint	9,160,932	8,198,593
Add : Purchases	102,363,219	126,895,968
Less : Closing Stock	8,896,839	9,160,932
	<b>102,627,312</b>	<b>125,933,629</b>
Opening Stock of Ink	2,539,292	1,891,701
Add : Purchases	5,376,130	8,981,704
Less : Closing Stock	2,034,466	2,539,292
	<b>5,880,956</b>	<b>8,334,113</b>



Opening Stock Other stores	988,651	991,294
Add : Purchases	16,927,854	17,610,079
Less : Closing Stock	1,297,507	988,651
	<b>16,618,998</b>	<b>17,612,722</b>
	<b>125,127,266</b>	<b>151,880,464</b>
<b>24. EMPLOYEE BENEFITS EXPENSES</b>		
1. Salaries & Allowances	115,999,052	110,923,589
2. Contribution to PF& Other funds	10,867,438	10,917,512
3. Current Year Gratuity Provision	11,684,935	7,817,662
	<b>138,551,425</b>	<b>129,658,763</b>
<b>25. FINANCIAL COSTS</b>		
1. Interest on Other Bank Borrowings (OD)	10,055,341	9,971,705
2. Bank charges	700,694	852,466
3. Other Interests (Term Loan)	16,445,581	19,019,075
4. Interest on Debentures	2,268,832	2,352,787
5. Other Interests (PF, GST, CUSTOMS)	24,292,173	Nil
	<b>53,762,621</b>	<b>32,196,033</b>
<b>26. OTHER EXPENSES</b>		
<b>A. Payments to the Auditor</b>		
Statutory Audit	428,548	400,000
Internal Audit	200,000	Nil
	<b>628,548</b>	<b>400,000</b>
<b>B. PRODUCTION EXPENSES</b>		
1. Power , Fuel & Water	7,934,657	9,107,521
2. Printing Charges	9,989,030	10,349,652
3. Reporting Expenses	16,103,601	16,124,893
4. Sub-Office Expenses	3,553,794	3,584,996
5. Telephone, Internet & Fax Expenses	1,151,673	1,256,278
6. Repairs & Maintenance of Machinery	2,297,839	2,422,011
7. Production Expenses of Publications	20,499,341	7,874,149
8. Leased Line Charges	696,385	699,353
9. Tools & Spares consumed	108,195	270,676
10. Software Expenses	643,363	1,780,756
11. Web Site Maintenance	1,636,532	2,034,755
	<b>64,614,410</b>	<b>55,505,040</b>
<b>C. ADMINISTRATIVE EXPENSES</b>		
1. Rates and Taxes	2,223,600	856,121
2. Insurance	249,761	284,750
3. Printing & Stationary	1,429,295	1,311,122
4. Repairs & Maintenance	904,892	861,334
5. Maintenance of Vehicles	2,414,040	2,800,504
6. Travelling Expenses	661,236	561,027
7. Rent	1,979,219	2,296,853
8. Subscription Charges	966,964	270,971
9. Postage	1,087,626	880,947
10. Legal & Professional Charges	876,608	572,716
11. General Expenses	1,164,118	1,386,160
12. Administrative Expenses	36,331,077	28,664,488
	<b>50,288,436</b>	<b>40,746,993</b>
<b>D. SELLING &amp; DISTRIBUTION EXPENSES</b>		
1. Business Development Expenses	197,040	473,933
2. Cost of Daily given to Advance Subscribers	425,530	750,172
3. Distribution Expenses	29,437,331	33,222,418
4. Circulation & related expenses	10,322,067	7,205,355
5. Advertisement & related expenses	30,782,366	25,089,925
6. Bad debts written off	5,913,090	1,494,131
	<b>77,077,424</b>	<b>68,235,934</b>
	<b>192,608,818</b>	<b>164,887,967</b>

Sd/-  
Dr. Francis Cleetus  
Chairman  
DIN:01803799

Sd/-  
Fr. Benny Mundanatte  
Managing Director  
DIN:06686549

As per my report of even  
date attached  
For M/s. Jameskutty &  
Associates  
Chartered Accountants  
Firm No:008224S  
Sd/- Jameskutty Mathew  
Proprietor, M. No:205093

Sd/-  
Sophia Joseph  
Company Secretary  
M.No. 67533

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

Place : Kottayam  
Date : 16-08-2024



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.The Company had one Wholly Owned Subsidiary, namely M/s. Rashtra Deepika News Corporation Private Limited which was struck off from the register of companies. The strike-off of the subsidiary is not expected to have a material adverse impact on the Company's financial position and operations."

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

	31-3-2024	31-3-2023
Amount Outstanding	Nil	1,96,94,395
List of the companies in which one of the directors has significant influence		
Total value of transactions is Rs.70,52,20,295(Pervious year Rs. Nil)		

The related party was printing and publishing 'Rashtra Deepika Eveninger'. 1,96,94,395 amount has been set off 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

	31-3-2024	31-3-2023
Amount Receivable as at	32,69,219.20	34,14,388

Total value of transactions is Rs. 3,24,82,759/-(Previous year Rs. 14,17,155)

The related party is at rust engaged in education and personalty development programs for students.

#### 30. DISCLOSURE INACCORDANCE WITHAS 15 ON EMPLOYEE BENEFITS

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

Particulars	31.03.2024	31.03.2023
Discount Rate	6.97% p.a.	7.45% 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.	44,31,001	41,04,002
b. Weighted Average of No. of Shares	38,57,922	36,96,827
c. Basic and diluted earnings per share (a/b)	1.15	1.11

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

Provision for Gratuity	Opening Balance	Additions/Reversals	CLOSING BALANCE
	6,32,95,576	45,95,761	6,78,91,337

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 2023-2024	No. Of Copies 2022-2023
1. Daily Publications	2,68,51,385	2,92,85,182
2. Fortnightly	1,16,395	69,959
3. Monthly Publications	7,06,609	5,49,045
4. Annual Publications	1,03,509	1,06,400

Sd/-  
Dr. Francis Cleetus  
Chairman  
DIN:01803799

Sd/-  
Fr. Benny Mundanatte  
Managing Director  
DIN:06686549

As per my report of even  
date attached  
For M/s.Jameskutty &  
Associates  
Chartered Accountants  
Firm No:008224S  
Sd/- Jameskutty Mathew  
Proprietor, M. No:205093

Sd/-  
Sophia Joseph  
Company Secretary  
M.No. 67533

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

Place : Kottayam  
Date : 16-08-2024



## 2. Trade payables due for payment

The following ageing schedule shall be given for Trade payable due for payment.

Trade payables ageing Schedule					
Particulars Outstanding for following periods from due date of Payments#					
	less than year	1-2 Year	2-3 Year	More than 3 year	Total
i. MSME	1,784,419	-	-	-	1,784,419.00
ii. Others	40,535,900	2,872,823		3,083,018	46,491,741.00
iii. Disputed dues MSME	-	-	-	-	-
iv. Disputed dues Other	-	-	-	-	-

## 3. Trade Receivables

For trade receivables outstanding, the following ageing schedules shall be given

Particulars	Outstanding for following periods from due date of Payments#					
	Less than	6 months	1-2 Year	2-3 Year	More than	Total
	6 months	6 months	-1 year		3 year	
i. Undisputed Trade Receivables- good	136,122,768	45,583,338	22,007,000	6,496,000	61,709,605	271,918,711
ii. Undisputed Trade Receivables- doubtful	-	-	-	-	-	-
iii. Disputed Trade Receivables- good	196,000	204,000	135,000	389,000	7,893,000	8,817,000
iv. Disputed Trade Receivables- doubtful	-	-	-	-	2,200,000	2,200,000
					Total	282,935,711

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

Stock Level	News Print including White Paper		Printing Ink		Other Stores	
	2023-24	2022-23	2023-24	2022-23	2023-24	2022-23
Opening Stock Quantity MTs Value Rs.	122.327 9,160,932	119.148 8,198,593	14.965 2,539,292	10.690 1,891,701	988,651	991,295
Purchases Quantity MTs Value Rs.	1,573.129 102,363,219	1,659.891 126,895,968	32.796 5,376,130	49.600 8,981,704	16,927,854	17,610,078
Consumption Quantity MTs Value Rs.	1,561.729 102,627,312	1,656.712 125,933,629	37.870 5,880,956	45.325 8,334,113	16,618,998	17,612,722
Closing Stock Quantity MTs Value Rs.	133.722 8,896,839	122.327 9,160,932	9.891 2,034,466	14.965 2,539,292	1,297,507	988,651

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

Item	2023-24			2022-23		
	Qty in MTS	Value in Rs.	%	Qty in MTS	Value in Rs.	%
<b>Imported</b>						
a) Newsprint	1,403.461	91,104,855	88.77	966.420	75,928,088	60
b) Other stores	Nil	Nil	Nil	Nil	Nil	Nil
<b>Indigenous</b>						
a) Newsprint	158.268	11,522,457	11.23	690.292	50,005,541	40
b) Ink	37.870	5,880,956	100	45.325	8,334,113	100
c) Other stores	Nil	16,618,998	100	Nil	17,612,722	100



6. Depreciation has been provided in accounts on straight line method at the rates prescribed under schedule 2 of the Companies act 2013
7. The asset register rewritten unit wise and location wise based on physically verified balance as on 31.03.2024 has been updated.
8. The provision for redemption of debentures has not been made, as there is no sufficient profit as per profit & loss account.
9. 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.
10. Facilities with South Indian bank are secured by stock, debtors and equitable mortgage of 30 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.
11. The small scale industries to which the company owes monies outstanding for more than one year 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.
12. 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.

#### STATUS OF CASES RELATING TO COMPANY MATTERS AS ON 16/08/2024

##### (A) BEFORE THE HON'BLE 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. 1st appellant Thampy Karunan intimated the Court that, he has no intention in proceeding with the case. Case is Pending. Company's Advocates: Jomy George, Ernakulam & Manoj Menon, Chennai.
2. RSA 717/2012 before the Hon'ble 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 before the Hon'ble High Court of Kerala filed by Mangalam Publications from the Judgment 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 Hon'ble High Court. Company's Advocate – Jomy George, Ernakulam. Case pending.
5. 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 Munsiff Court, Ernakulam. Case pending. Company's advocate - Jomy George, Ernakulam
6. Criminal MC No: 2370/23 - Before the Hon'ble High Court of Kerala. Filed by Fr. Joseph kuzhinjalil and Fr. Bobby Alex Mannamplakkal, Printer and Publisher, and Chief Editor filed against the State of Kerala and others, to stay the further proceedings of the Judicial First Class Magistrate Angamaly as CC 1576/18. Company's Advocate - Jomy George, Ernakulam. Stay allowed. Case pending.
7. Criminal MC No: 5519/23 - Before the Hon'ble High Court of Kerala. Filed by Fr. Joseph kuzhinjalil, Printer and Publisher and Fr. Bobby Alex Mannamplakkal, former Chief Editor to quash the proceedings of the Judicial First Class Magistrate Sasthamkotta as CC 128/18. The petition allowed and the matter has been stayed for two months. The petition is partly allowed and Fr. Joseph Kuzhinjalil is excepted from the position of accused. The case will be proceeded against Fr. Bobby Alex Mannamplakkal as the accused in the case. Company's Advocate --- Jomy George, Ernakulam.

##### (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 30th 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 30th March 2007. Case pending. Company's Advocate - Jomy George, Ernakulam.
3. ST 67/2019 -- Before the Hon. Additional Chief Judicial Magistrate Court (Economic Offenses Court), Ernakulam filed by Registrar of Cos. against Managing 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. Company engaged advocate Jomy

George to appear before the Court on behalf of the Company. Case pending.

4. 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. Case pending.
5. (a) Before the Judicial First Class Magistrate Court (III), Kottayam.  
CC 937/16 - against Sri Paul P. Varghese, former DTP Operator who attacked the Senior Officers of the Company in the Cabin of Deputy Managing Director. The case is still pending. Advocate - APP (Govt. Pleader).
- (b) S.T. No. 9/19 - Counter case filed by Paul P. Varghese, the former DTP Operator against CFO (Chief Financial Officer), GM - Marketing, Ex-DGM - Circulation , DGM - HR & GM IT. These Officers taken bail from the Court on 30th Sept. 2019 and the case is still pending (Private Complaint) Company Advocate - Adv. Sooraj M Kartha.
6. OS 44/21-Before the Hon'ble Sub Court Kottayam  
This suit is filed by the Company for realisation of Rs. 15.50 Laks paid by the Company as advance for the purchase of property and building thereon Jomon K.C. at Vadavathoor. At present Jomon KC is willing to pay back Rs. 10,00,000/- in cash ( in installments) and the remaining amount will be adjusted when we purchase the property in future. Case is still pending, Companies Advocate, C.A.Georgekutty, Kottayam.

**(C) DEFAMATION CASES AGAINST THE COMPANY:**

There are two pending defamation cases against the company regarding publishing of certain news in daily.

**(D)** There are three pending EPFO cases, five labour cases, three gratuity cases against the company.

13. Details of the cases/legal proceedings against the Company are as follows.
14. The Company has recognised the impairment effect of its assets as per AS.28 issued by the Institute of Chartered Accountants of India.
15. Other Expenses include remuneration to statutory auditors, comprising of Statutory Audit- Rs.4,28,548/- (Previous year Rs. 4,00,000/-)
16. Fee for auditor is not more than 15% of his total receipts during the year.
17. The company's net worth had eroded. However, financial support was from its promoters and further revaluation was implemented. Accordingly, the financial statements have been prepared under the assumption that the company is a going concern and that no adjustments are necessary to the carrying value of its assets and liabilities.
18. Last-year provision for MAT of Rs. 760407 is treated as current-year expenses and transferred to the Profit & Loss Account.
19. 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/-  
Fr. Benny Mundanatte  
Managing Director  
DIN:06686549

As per my report of even  
date attached  
For M/s.Jameskutty &  
Associates  
Chartered Accountants  
Firm No:008224S  
Sd/- Jameskutty Mathew  
Proprietor, M. No:205093

Sd/-  
Sophia Joseph  
Company Secretary  
M.No. 67533

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

Place : Kottayam  
Date : 16-08-2024



# RASHTRA DEEPIKA LIMITED, KOTTAYAM

## രാഷ്ട്രദീപിക ലിമിറ്റഡ് കമ്പനിയുടെ 35ാമത് വാർഷിക പൊതുയോഗവും

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

1. കമ്പനിയുടെ 35-ാമത് വാർഷിക പൊതുയോഗം 2024 സെപ്റ്റംബർ 27- ന് രാവിലെ 11-ന് വീഡിയോ കോൺഫറൻസിംഗ് (Video Conferencing) മുഖാന്തിരം നടത്തപ്പെടുന്നതാണ്. കേന്ദ്ര കമ്പനികാര്യ മന്ത്രാലയത്തിന്റെ (MCA) സർക്കുലർ നമ്പർ 09/2023 dated 25-09-2023,10/2022 dated 28 December 2022, 20/2020 dated May 05, 2020, General Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020, 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 2023-24ലെ 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 ലും ഉണ്ടായിരിക്കുന്നതാണ്. പ്രിന്റ് ചെയ്ത വാർഷിക റിപ്പോർട്ട് ആവശ്യമുള്ളവർ cs@deepika.com എന്ന ഇമെയിലിലേക്ക് 0481 2566706 എന്ന ഫോൺ നമ്പറിലോ ബന്ധപ്പെടേണ്ടതാണ്.
3. ഇമെയിൽ അഡ്രസ് ഇതിനോടകം തന്നെ രജിസ്റ്റർ ചെയ്തിട്ടില്ലാത്ത അംഗങ്ങൾക്ക് വാർഷിക പൊതുയോഗ നോട്ടീസും റിപ്പോർട്ടും ലഭിക്കുന്നതിലേക്ക് 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 2024 സെപ്റ്റംബർ 20 ൽ (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 24-09-2024 രാവിലെ 9 am മുതൽ 26-09-2024, 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 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.
  - vi). 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**  
**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 button ൽ 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 കാര്യങ്ങളെല്ലാറ്റി സംശയനിവൃത്തിക്കായി www.evotingindia.com എന്ന വെബ്സൈറ്റിലോ helpdesk.evoting@cdslindia.com, cs@deepika.com എന്ന ഇമെയിലിലോ 0481 2566706 എന്ന ഫോൺ നമ്പറിലോ ബന്ധപ്പെടാവുന്നതാണ്.



## BOOK POST

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To